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Government
Publications



Ontario
Securities
Commission

OSC Bulletin

OCTOBER 8, 1982

VOLUME 4 #12/82

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ONTARIO SECURITIES COMMISSION, 6TH, 7TH, 8TH FLOORS
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Brenda Allen, Secretary 3-0211
Harry S. Bray, Q.C., Vice-Chairman 3-0211
Veronica Abreu, Secretary 3-0211

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R. James Kane 868-8692
Edgar S. Miles 929-5909
Robert T. Morgan 924-6487
William A. Simonton 488-9969
Geddes M. Webster 363-1135

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Joan O'Donnell, Secretary 3-0218

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Secretary to the OSC 3-0216
Eugene G. Lowe, Asst. Secretary 3-0216
Evadney Williams, Secretary 3-0369
Mary L. Crocker, Secretary (C.S.) 3-0369

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Harry Malcolmson, Legal Advisor 3-0221
Jean Peers, Secretary 3-0220

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Robert Steen, Deputy Director 3-0239

TECHNICAL CONSULTANTS

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Nels Hogg 3-0224

ADMINISTRATION

Bill Rivers 3-0230
Helen Wilson 3-0241

MAIL & FILING ROOM

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Fernanda Ferraro 3-0233
David Medhurst 3-0233
Nadira Rahim 3-0233
Naomi Smith 3-0233
Adele Sousa 3-0233

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Deputy Director 3-0255
Joshua M. Bach,
Asst. Deputy Director 3-0242
Lois Jones, Secretary 3-0255

ENFORCEMENT BRANCH - 8TH FLOOR

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Deputy Director 3-0248
Barbara Little, Supervisor
Support Services 3-0249

COUNSEL

Dennis V. Bigham 3-0253
Gary Curran 3-0253
Michael Lang (R.S.) 3-0253
Ronald Rodgers 3-0253

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Jim E.A. Widdowson, C.A.
Sr. Inv. Accountant 3-0250
Heidi L. Akhtar, C.G.A. 3-0250
Sushil K. Dhawan, C.A. 3-0250
John Rankin, C.A. (R.S.) 3-0242
Alan Van Weelden (C.S.) 3-0242
Larry M. Waite, R.I.A. 3-0250

INVESTIGATORS

Robert Brown.

P.S. = Contract Staff
R.S. = Rotation Staff

Abreu, Veronica	3-0211	Main, Heather	3-0236
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NOTICE

DUE TO THE STATUTORY HOLIDAY, THERE WILL BE NO
BULLETIN PUBLISHED FOR THE WEEK ENDING OCTOBER 15,
1982. THE NEXT ISSUE TO BE PUBLISHED WILL BE FOR
THE WEEK ENDING OCTOBER 15, 1982.

IN THE MATTER OF
BACHE HALSEY STUART CANADA LTD.

AND

IN THE MATTER OF AN APPLICATION
PURSUANT TO SUBSECTION 136(4) OF
THE REGULATIONS TO THE SECURITIES ACT

NOTICE

Bache Halsey Stuart Canada Ltd., a non-resident controlled dealer pursuant to the regulations to the Securities Act, has applied to the Ontario Securities Commission for permission to maintain its permissible capital above the amount stipulated by Ontario Law. The hearing is scheduled for October 14, 1982, at 3:30 p.m. at the Commission Offices at 6th Floor, 10 Wellesley Street East, Toronto, Ontario.

NB: Any parties interested in appearing or making submissions should contact the secretary of the Commission for further information.

OCTOBER 7, 1982

CURRENT PROCEEDINGS
BEFORE
ONTARIO SECURITIES COMMISSION

TUESDAY
OCTOBER 12, 1982
9:00 A.M.

CROWN TRUST COMPANY/JOSEPH BURNETT

O.S.C. - Brian Bellmore
Charles Salter, Q.C.
D. V. Bigham

BURNETT - R. Carr
S. Wakim

COHEN & ELLEN - Alan Lenczner
R. Sorell

CROWN TRUST - Joel Goldenberg
Allen Karp

(Continuing from September 24, 1982)

WEDNESDAY
OCTOBER 13, 1982
9:15 A.M.

SIGNUM COMMUNICATIONS INC.
243978 ALBERTA LTD. ET AL -

S. 124

PANEL: Henry J. Knowles, Q.C.
Harry S. Bray, Q.C.

O.S.C. - G. Curran

(Hearing rescheduled from October 8, 1982)

THURSDAY

OCT. 14, 1982

11:15 A.M.

KENNETH GREGORY/ROSS E. SMITH

S. 124

OSC - D. Bigham

(c.f.: OSC Bulletin, 27/August/82/Volume 4,
Page 203A)

3:30 P.M.

BACHE HALSEY STUART CANADA LTD.

Subsection 136(4) of the Regulations under
the Securities Act.

OSC - R. Rodgers
S. McCallum
S. Gorecki

NB: Any parties interested in appearing or
making submissions should contact the
secretary of the Commission for further
information.

THURSDAY

OCT. 21, 1982

2:15 P.M

FIDELITY TRUST CO.

S. 73

OSC - S. McCallum

FRIDAY

OCT. 22, 1982

9:30 A.M.

PUBLIC MEETING

Re: Report of Murphy Committee

Discussions on Committee's Proposals
and the comments received by the OSC.

(c.f.: OSC Bulletin, 13/August/82, Page
174)

MONDAY

OCT. 25, 1982

9:30 A.M.

IDEM

THURSDAY

OCT. 28, 1982

11:00 A.M.

INTERNATIONAL CHEMALLOY

S. 140

OSC - R. Rodgers

3:30 P.M.

MARPEP PUBLISHING LTD.

S. 73 & S. 140 S.A.

S. 38 & S. 66 C.F.A.

PANEL: H. J. Knowles, Q.c.

E. S. Miles

A. T. Holland

R. T. Morgan

G. M. Webster

W. A. Simonton

For OSC - M. Lang & H. Malcolmson

For Applicant - V. Alboini

(Hearing resuming from Sept. 9/82)

THURSDAY

NOV. 4, 1982

2:30 P.M.

ZENMAC EXPLORATIONS LIMITED

S. 123

OSC - R. Rodgers

MONDAY

NOV. 8, 1982

9:30 A.M.

PUBLIC MEETING

Re: Murphy Committee Recommendations

Re: National Policy Statements and
Uniform Act Policy Statements

(c.f: OSC Bulletin, 17/September/82, Page
235A)

NOV. 9, 1982

9:30 A.M.

IDEM

WEDNESDAY

NOV. 10, 1982

11:00 A.M.

EXTENDICARE LTD.

S. 8

OSC - D. Bigham

2:30 P.M.

OAKWOOD PETROLEUMS LIMITED

S. 99

OSC - D. Bigham

(Rescheduled from Oct. 7/82)

THURSDAY

NOV. 18, 1982

9:45 A.M.

CHOICELAND IRON MINES LIMITED

S. 73

OSC - M. Haig

10:30 A.M.

ORRWELL ENERGY CORPORATION LTD.

S. 73

OSC - P. Healy

THURSDAY

DECEMBER 2, 1982

8:45 A.M.

HUTTON COMMODITY RESERVE FUND LIMITED

Referral under section 60(4)

Staff Counsel - R. A. Lococo

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CORONATION RESOURCES
(CANADA) INC.

ORDER
(Section 79(b)(iii))

WHEREAS the Ontario Securities Commission (the "Commission") has made an Order dated September 3, 1982 (the "Order") pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") and Commission Policy 3-36 exempting Coronation Resources (Canada) Inc. (the "Issuer") from filing pursuant to section 76 and sending to holders of its securities pursuant to section 78 its June 30, 1982 interim financial statements;

AND WHEREAS the said Order provided that the said exemptions shall terminate thirty days after the date of the Order unless the Issuer satisfies the Commission that such exemptions should continue;

AND WHEREAS the Issuer has requested that the Order be extended for a further period of thirty days;

AND WHEREAS the Commission is satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED that the Order dated September 3, 1982 be extended until October 18, 1982 unless the Issuer satisfies the Commission that the exemptions contained therein should continue.

2nd October, 1982

"Henry J. Knowles"

"R. T. Morgan"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C. 466

AND

IN THE MATTER OF CHEMLAWN CORPORATION

RULING
(Section 73)

UPON the application received in perfected form on June 17, 1982 of ChemLawn Corporation ("ChemLawn") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the first trade in shares of common stock of ChemLawn (the "Shares") acquired by employees of ChemLawn, ChemLawn Limited, C.L. Entretien de Poulouse, Inc. or any other affiliate of ChemLawn (the "Employees") pursuant to the exercise of options (the "Options") obtained under the ChemLawn Corporation 1975 Stock Option Plan or the ChemLawn Corporation 1981 Incentive Stock Option Plan (the "Stock Plans") is not subject to section 24 or 52 of the Act;

AND UPON it appearing to the Commission that:

1. ChemLawn is not a reporting issuer;
2. ChemLawn is registered with the Securities and Exchange Commission in the United States of America (the "U.S.A.") under the Securities Exchange Act of 1934 and has been so registered since 1974;
3. The Shares trade in the over-the-counter market in the U.S.A. and have traded through the facilities of the

National Association of Securities Dealers Automated Quotation System ("NASDAQ") since 1978; and

4. The Options are not transferable except by an Employee's legal representative in the event of the Employee dying while still an Employee and terminate upon an Employee's ceasing to be an Employee for any reason other than the Employee's death;

AND UPON reading the application and recommendation of staff of the Commission;

AND UPON the Commission being satisfied that to grant this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73(1) of the Act that the first trade made on or after the date hereof in Shares acquired pursuant to the exercise of Options obtained under the Stock Plans is not subject to section 24 or 52 of the Act, provided that such trade is made:

- (a) in the over-the-counter market in the U.S.A. through the facilities of NASDAQ through which the Shares are and continue to be traded; or
- (b) in accordance with the Option to Repurchase Shares provision of the Stock Plans.

October 2, 1982

Henry J. Knowles, Q.C.

E. S. Miles

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CANUSA ENERGY LTD.

AND

IN THE MATTER OF CHILCO PARTNERSHIP NO. 3
AND CHILCO PARTNERSHIP NO. 4

ORDER AND RULING
(Sections 99(e) and 73)
O.S.C. Policy 3-37

UPON the application by Canusa Energy Ltd. ("Canusa"), a British Columbia corporation, to the Ontario Securities Commission (the "Commission") for an order under section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act"), and rulings under section 73 of the Act and O.S.C. Policy 3-37 in respect of a proposed securities exchange take-over bid by Canusa for Chilco Partnership No. 3 and Chilco Partnership No. 4 ("CP3" and "CP4", respectively), received September 15, 1982 and perfected September 22, 1982;

AND UPON it appearing to the Commission that:

1. Canusa proposed to make a take-over bid for the interests of the limited partners in CP3 and CP4 pursuant to which a maximum of 2,161,000 common shares of Canusa will be exchanged for the limited partnership interests in CP3 and CP4 (the "Take-Over Bids");
2. On June 29, 1982, Canusa made a securities exchange take-over bid for a total of 7,460,000 common shares of Bonanza Oil & Gas Ltd. ("Bonanza"), pursuant to which Canusa delivered to the holders of common shares of Bonanza and filed with the Commission a take-over bid circular dated June 29, 1982 (the "Bonanza Circular") and pursuant to which Canusa presently holds 87½% of the common shares of Bonanza;

3. Canusa and Bonanza are reporting issuers not in default of the Act;
4. The common shares and warrants of Canusa are listed and posted for trading on The Toronto Stock Exchange (the "T.S.E.");
5. CP3 and CP4 are limited partnerships formed under the laws of Alberta, of which Bonanza is the general partner;
6. There are 31 limited partners in CP3, of which 4 are resident in Ontario, and there are 29 limited partners in CP4, of which 2 are resident in Ontario;
7. Neither Bonanza nor Canusa holds any limited partnership interest in CP3 and CP4;
8. There is no compulsory right of acquisition of the limited partnership interests in CP3 and CP4;
9. Canusa proposes to send to each offeree under the Take-Over Bids a take-over bid circular substantially in the form filed with the Commission in support of the subject application, the Bonanza Circular, and the unaudited financial statements of each of Canusa and Bonanza for the six month period ended June 30, 1982;
10. The Alberta Stock Exchange has issued an order approving the Take-Over Bid; and
11. The T.S.E. has accepted notice of the Take-Over Bids in principle, pursuant to section 19.06 of the T.S.E.'s General By-Law;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS ORDERED that Canusa be exempted in part from the provisions of section 94(2) and 94(3) of the Act and from section 96 of the Act in respect of the Take-Over Bids;

AND IT IS RULED THAT the tender by the limited partners of CP3 and CP4 resident in Ontario of these limited partnership interests in CP3 and CP4 to Canusa pursuant to the Take-Over Bids is not subject to sections 24 or 52 of the Act;

AND IT IS RULED THAT Canusa is not subject to O.S.C. Policy 3-37 in respect of the Take-Over Bids;

PROVIDED THAT Canusa shall send to each limited partner of CP3 and CP4 resident in Ontario a take-over bid circular substantially in the form annexed as Schedule "A" hereto (updated as to directors), a copy of the Bonanza Circular and the unaudited financial statements for each of Canusa and Bonanza for the six month period ended June 30, 1982.

October 8, 1982

Henry J. Knowles, Q.C.

Harry S. Bray, Q.C.

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF AMPAL-AMERICAN
ISRAEL CORPORATION

RULING
(Section 73)

UPON the application of Ampal-American Israel Corporation ("Ampal"), a company incorporated under the laws of the State of New York, one of the United States of America, received on September 20, 1982 and perfected on September 24, 1982, to the Ontario Securities Commission (the "Commission"), for a ruling, pursuant to section 73 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it appearing to the Commission that:

- a) Ampal is a non-resident of Canada and non-residents of Canada beneficially own in excess of 25% of its issued and outstanding securities;
- b) Ampal is primarily engaged in the business of financing industrial, financial, commercial and agricultural enterprises in the State of Israel and assisting Israeli business enterprises and individuals in establishing operations outside of Israel;
- c) Ampal has filed with the Commission preliminary prospectuses with respect to the offering for sale in Ontario of:
 - (i) U.S. \$15,000,000, 10 Year 10% Redeemable Debentures Series II, 1999;
 - (ii) U.S. \$15,000,000, 10 Year 10% Redeemable Debentures Series JJ, 1992;
 - (iii) Units of U.S. \$5,600,000, 10 Year 12% Redeemable Debentures, Series KK, 1992, and 1,400,000 Shares of Class A Stock;

(Such of the foregoing securities which are offered for sale in Ontario pursuant to a prospectus for which a final receipt is issued in Ontario being referred to hereinafter as the "1982 Securities");

- d) Ampal proposes to offer securities, in addition to the 1982 Securities, for sale in Ontario from time to time, pursuant to prospectuses for which final receipts are issued in Ontario prior to January 1, 1988 (the "Subsequent Securities");
- e) The 1982 Securities and the Subsequent Securities do not or will not have a broad base of popular appeal and will be purchased by a segment of society which is likely to be interested in rendering assistance to the economic development of the State of Israel and therefore cognizant of the risks associated with purchasing such securities;
- f) Harry Joshua Pachter, Assistant Vice President - Marketing of Ampal is a resident of Ontario;
- g) Hillel Peled, Vice President - Finance and Treasurer of Ampal, is a resident of the State of New York, and is registered as an officer or securities salesman under the U.S. Securities Exchange Act of 1934 and the General Business Law of the State of New York;
- h) Micha Paz, Senior Assistant Vice President of Ampal, is a resident of Israel and is registered as an officer and securities salesman under the United States Securities Exchange Act of 1934 and the General Business Law of the State of New York;

AND WHEREAS the Commission has made similar rulings and orders permitting designated officers of Ampal to sell securities of Ampal in Ontario;

AND UPON the Commission being of the opinion that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED that Harry Joshua Pachter be and he hereby is exempt from the requirement of section 24(1)(a) that he be registered as a salesman, partner or officer of a registered dealer, but only in respect of the issue and sale of the 1982 Securities and the Subsequent Securities in Ontario, provided that the said Harry Joshua Pachter is granted limited registration by the Director pursuant to the completed Form 4 to the Regulations previously filed with the Commission and upon payment of the applicable fee, for so long as he maintains such registration in good standing and provided that the said Harry Joshua Pachter and Ampal shall comply with the aftermentioned provisions of paragraphs 1, 2, 4, 5 and 6 hereof;

AND IT IS RULED that Ampal, and Hillel Peled and Micha Paz, as designated officers of Ampal, are not subject to section 24 of the Act in respect of the issue and sale of the 1982 Securities and the Subsequent Securities in Ontario;

PROVIDED THAT:

1. All potential purchasers of the 1982 Securities or the Subsequent Securities will receive a copy of the final prospectus relating thereto which contains full, true and plain disclosure of all material facts relating to the securities offered thereby as required by Part XIV of the Act;
2. Ampal shall carry bonding in the amount of \$500,000 to insure against claims made against Ampal where insurance is available to residents of Ontario with respect to claims against Ampal and shall furnish to the Commission current evidence of such bonding on or before December 31 of each year;
3. This Order shall apply to each of Hillel Peled or Micha Paz so long as he maintains in good standing his registration as an officer or securities salesman under the United States Securities Exchange Act of 1934 and the General Business Law of New York;
4. (a) Each of Ampal and the said Hillel Peled, Harry Joshua Pachter and Micha Paz shall have filed with the Commission an undertaking, under seal:
 - (i) To comply with the terms and conditions of this Ruling;
 - (ii) to comply with Part XII and sections 29, 30 and 32 of the Act and the Regulations pertaining thereto, expressly including compliance with the annual or periodic filing requirements as if it/he had been granted registration in Ontario under section 24(1)(a) of the Act, and were maintaining such registration in good standing; and
 - (iii) to permit the inspection of all books, accounts, bank accounts deposit boxes and similar records or depositaries relating to the issue and sale of the 1982 Securities and all Subsequent Securities in Ontario by the Commission at a designated address in Ontario at any time during normal business hours;
- (b) Ampal shall have filed with the Commission a signed copy of irrevocable letter of direction to the auditors of Ampal authorizing them to

act at the request of the Commission or the Director thereof to conduct an audit of Ampal's books, the expenses of which shall be borne by Ampal; and

(c) Each of Hillel Peled and Micha Paz shall file with the Commission:

(i) information as to changes in the completed Form 4 to the Regulations to the Act filed with the Commission by each; and

(ii) a letter indicating that he has read and understands Part XII of the Act;

5. Each prospectus offering for sale in Ontario the 1982 Securities or the Subsequent Securities shall disclose the substance of this Ruling and shall identify the officers of Ampal entitled to sell the securities offered by such prospectus in Ontario by this Ruling or any subsequent order or ruling by the Commission; and
6. Ampal shall have filed with the Commission an undertaking to advise the Deputy Director, Registration, in writing of the occurrence of a material change in the affairs of Ampal, forthwith upon the occurrence of such material change."

Dated October 1, 1982

"Henry J. Knowles"

"Frank Iacobucci"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PRINTCAST PUBLISHING NETWORK

RULING
(Section 73)

UPON the application, received on 3 September 1982, of Wallace F. Gabler III (the "Applicant") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c.466 (the "Act") that the proposed sale by the Applicant of 1,000 units in PRINTCAST PUBLISHING NETWORK (the "Partnership") to John Clark ("Clark"), Tregla Holdings Limited ("Tregla") and Dacondor Investment Limited ("Dacondor") (Clark, Tregla and Dacondor are sometimes hereinafter referred to collectively as the "Purchasers") is not subject to sections 24 or 52 of the Act;

AND UPON reading the application and the recommendations of the staff of the Commission;

AND UPON it being represented to the Commission that:

1. On 23 December 1980, pursuant to an offering by the Partnership effected in accordance with the exemption contained in clause 71(1)(p) of the Act the Applicant purchased 10 units in the Partnership for an aggregate price of \$10,000 which units were subsequently subdivided on a 100:1 basis with the result that the Applicant now owns 1,000 units (the "Units") in the Partnership;
2. The Partnership is not a reporting issuer within the meaning of the Act;
3. Clark, Tregla and Dacondor currently own 1,967, 1,966 and 1,966 units respectively in the Partnership which units were acquired as to 1,800 units each on 27 November 1981 at a price of \$55.55 per unit pursuant to an offering by the Partner-

ship effected in accordance with the exemption contained in clause 71(1)(d) of the Act;

4. Each of the Purchasers is, or is wholly-owned and controlled by, an individual who is a knowledgeable and sophisticated investor;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to section 73 of the Act that the intended sale (the "Intended Trade") of the Units by the Applicant to the Purchasers for an aggregate purchase price of \$24,000 is not subject to section 24 of section 52 of the Act provided that:

1. the Applicant prepares and files in accordance with the Act and the Regulation thereunder, a report on Form 21 as required by clause (c) of subsection 71(4) of the Act as if that subsection were applicable to the Intended Trade;
2. subsection 17(2) of the Regulation under the Act shall apply to the first trade in Units acquired by the Purchasers, or any of them, pursuant to this ruling in the same manner as if the Units had been acquired by the Purchasers pursuant to the exemption contained in clause (e) of section 14 of the Regulation; and
3. the Applicant shall provide each of the Purchasers with a copy of this ruling together with a statement that this ruling deprives the Purchaser of the protections, rights and remedies under the Act including the statutory rights of rescission or damages and to continuous disclosure.

30 September, 1982

Henry J. Knowles, Q.C.

Harry S. Bray, Q.C.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF QUALICO DEVELOPMENTS LTD.

ORDER
(section 79(b)(iii))

UPON the application of Qualico Developments Ltd. ("Qualico"), received July 9, 1982 and perfected July 19, 1982, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON being advised that:

1. Qualico, a Canada corporation, is the promoter of several limited partnerships (the "Limited Partnerships"), each of which was formed in order to develop, own and operate real estate projects qualified or to be qualified as multiple unit residential buildings, as defined in the Income Tax Act (Canada); and
2. Qualico has caused and will cause to be filed prospectuses offering for distribution in Ontario units of certain Limited Partnerships, thereby causing such Limited Partnerships (the "Reporting Limited Partnerships") to become reporting issuers, as defined in the Act;

AND UPON the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS RULED pursuant to section 79(b)(iii) of the Act that each of the Reporting Limited Partnerships be exempted from the requirement to file with the Commission and send to security holders resident in Ontario interim financial statements for the first and third quarters of each financial year, provided that:

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1. By a vote of the unitholders of such Reporting Limited Partnership taken annually at a meeting of its unitholders, a majority of votes cast shall approve this exemption, and the results of such vote, in any case, shall be reported in writing to the Commission within ten business days of the taking thereof;
2. Qualico shall file with the Commission a written undertaking, satisfactory in form and content to the Director, to cause the Reporting Limited Partnerships to comply with Parts XVII and XVIII of the Act, as modified by this order; and
3. This exemption, to the extent that it applies to any Reporting Limited Partnership, shall terminate forthwith after the occurrence of a material change in the affairs of such Reporting Limited Partnership unless the Commission is satisfied that the exemption should continue.

October 2, 1982

Henry J. Knowles, Q.C.

R. T. Morgan

OUTSTANDING CEASE TRADING ORDERS AS AT SEPTEMBER 30, 1982

SYMBOLS:

RI REPORTING ISSUER
* COMPANIES DISSOLVED
PARTIAL ORDER

While the Ontario Securities Commission uses reasonable efforts to ensure the accuracy of this list, it disclaims any responsibility for any damage consequent upon any inaccuracy herein.

	#	243978 ALBERTA INC. (4/12/81)
	#	489060 ONTARIO LTD. (4/12/81)
	*	A. W. WHITE MICA LIMITED (12/13/76)
RI		ABACUS CITIES LIMITED (5/18/79)
	*	ABALARD GOLD MINES LIMITED (8/16/76)
	*	ABERDOON MINES LIMITED (12/2/74)
	*	ACADIA URANIUM MINES LIMITED (9/16/74)
	*	ACME GAS & OIL CO. LIMITED (9/6/77)
	*	ADELEMONT GOLD MINES LIMITED (9/20/76)
	*	ADMIRAL YELLOWKNIFE MINES LIMITED (9/20/76)
RI		ADVANCE RED LAKE GOLD MINES LIMITED (10/20/77)
RI		ADVOCATE MINES LIMITED (6/29/82)
	*	AJAX MINERALS LIMITED (8/4/76)
	*	ALCOURT MINES LIMITED (8/9/72)
	*	ALIT-EL MINES LIMITED (4/9/75)
	*	ALJO MINES LIMITED (9/27/76)
RI		ALL-CAN HOLDINGS LTD. (4/11/79)
	*	ALLAN R. GOHEEN AND THE ALLAN R. GOHEEN MORTGAGE FUND (2/6/81)
	*	ALLEGHENY MINING & EXPLORATIONS CO. LIMITED (10/30/72)
	*	ALLIED TELEMEDIA LIMITED (8/30/72)
	*	ALMADA EXPLORATIONS LIMITED (11/8/72)
	*	ALWYN PORCUPINE MINES LIMITED (8/12/76)
RI		AMALGAMATED BEAU BELLE MINES (9/30/76)
RI		AMCAN INDUSTRIES CORPORATION (4/22/82)
	*	AMEREL MINING COMPANY LIMITED (12/23/74)
RI		ANATOLE RESOURCES LIMITED (7/11/79)
	*	ANDACOLLO MINING COMPANY LIMITED (3/1/73)
RI		ANDOWAN MINES LIMITED (10/24/73)
	*	ANGLO AMERICAN NICKEL MINING CORPORATION LIMITED (12/23/74)
RI		ANJAMIN MINES LIMITED (1/27/75)
	*	ANSON-CARTWRIGHT MINES LIMITED (9/20/76)
RI		ANTARES SMALL BUSINESS DEVELOPMENT LTD (5/6/81)

RI ANTHEX INDUSTRIES LIMITED (2/10/78)
 * ANUWON URANIUM MINES LIMITED (10/12/72)
 AQUABLAST INC. (5/29/74)
 RI AQUACARE INTERNATIONAL LIMITED (6/7/71)
 * ARCTIC YELLOWKNIFE MINES LIMITED (8/17/76)
 ARCTURUS SMALL BUSINESS DEVELOPMENT LTD (5/6/81)
 * ARDEL EXPLORATIONS LIMITED (7/7/76)
 RI ARGOSY FINANCIAL CORP. OF CANADA (4/15/80)
 * ARGYLL GOLD MINES LIMITED (10/29/73)
 * ARNO MINES LIMITED (7/3/75)
 * ARROW TUNGSTEN MINES LIMITED (9/15/72)
 ARTANIS INVESTMENT COMPANY (12/23/81)
 * ASTONISH LAKE URANIUM MINING CORPORATION LTD. (12/29/71)
 * ASTRABRUN MINES LIMITED (10/17/72)
 ATLANTIC TUNGSTEN CORP. LTD. (4/9/75)
 * ATLAS RAINBOW MINES LIMITED (4/2/74)
 * ATTWOOD COPPER MINES LIMITED (9/15/72)
 RI AUDAX GAS & OIL LTD. (7/12/82)
 RI AUGUST PORCUPINE GOLD MINES LIMITED (9/6/77)
 AUROX MINES LTD. (8/3/72)
 RI AURUM GOLD MINES LIMITED (1/15/76)
 * AUTOTELIC INDUSTRIES LTD. (3/2/73)
 * AVA GOLD MINING COMPANY LIMITED (10/17/72)
 * AVENUE OF AMERICA RECORDING LIMITED (5/8/74)
 RI AVOCA MINES CANADA LIMITED (10/21/77)
 * AZEN MINES LIMITED (8/30/76)
 RI B.D.M. FUND LIMITED, THE (2/14/74)
 RI BAB-SOL RESOURCE EXPLORATIONS LIMITED (7/9/82)
 RI BAD BOY APPLIANCES & FURNITURE LIMITED (8/26/77)
 * BALBOA MINING AND INVESTMENTS LTD. (4/9/75)
 RI BALDWIN CONSOLIDATED MINES LIMITED (9/23/76)
 * BAMBI MINES LIMITED (9/22/76)
 * BANCROFT MINES LIMITED, THE (12/23/74)
 RI BANDOLAC MINING COMPANY LIMITED (9/27/76)
 BANTAM MINING LTD. (LES BANTAM MINING LTD.) (4/9/75)
 * BARGNESI MINES LIMITED (1/27/75)
 * BARRINGTON EXPLORATION CORPORATION LIMITED (1/22/73)
 * BASALT BAY MINES LIMITED (1/27/75)
 RI BASIN-JIB MINES LIMITED (12/23/74)
 RI BAYARD RESOURCES LIMITED (7/26/78)
 * BAYFOR CORPORATION INC. (4/9/75)
 * BEAVERBRIDGE MINES LIMITED (10/9/73)
 BELAIR MINES INC. (LES MINES BELAIR INC.) (4/9/75)
 * BELMINE EXPLORATION LIMITED (4/6/72)
 * BELRA EXPLORATION LIMITED (11/12/71)
 RI BELTECO KIRKLAND MINES LIMITED (8/16/79)
 BENVAN MINES LIMITED (9/18/75) (now HOWIE CONTROLS (CANADA) LIMITED)
 * BIG HERB LAKE MINING AND EXPLORATION LIMITED (4/10/74)
 BIKO RESOURCES INC. (4/9/75)
 RI BILTMORE INDUSTRIES LIMITED (7/9/82)

RI	#	BISON PETROLEUMS & MINERALS LIMITED (3/17/77)
RI		BLACK CLIFF MINES LIMITED (2/27/82)
	*	BLACK CRICKET MINES LIMITED (9/15/72)
RI		BLUE BONNET OIL COMPANY LIMITED (3/1/74)
	*	BLUE VISTA ENTERPRISES LIMITED (6/16/75)
	*	BLUEGRASS URANIUM MINES LIMITED (2/10/75)
	*	BOBBY BLOOM FURS LIMITED (4/2/74)
	*	BOLIVIAN GOLD MINES LIMITED (4/30/75)
	*	BOMBAY EXPLORATIONS INC. (4/11/75)
	*	BONNE BAY MINES LIMITED (2/10/75)
	*	BORDUN MINING CORPORATION LTD. (8/20/71)
	*	BRABAR METALS AND HOLDINGS LIMITED (4/9/75)
	*	BRACEMAC MINES LIMITED (8/21/75)
	*	BRADDEX MINES LIMITED (1/24/75)
	*	BRADY CROSS LAKE SILVER MINES LIMITED (3/11/75)
RI		BRANLY ENTERPRISES INC. (9/7/78)
	*	BRETTON MINES LIMITED (4/16/73)
	*	BRIARCOURT MINES LIMITED (3/29/72)
RI		BRICANA EXPLORATIONS LIMITED (1/12/73)
	*	BRIDGE HILL MINES LIMITED (2/7/73)
	*	BRIGHT RED LAKE MINES LIMITED (10/15/76)
	*	BRITISH COLUMBIA LEAD & ZINC MINES LIMITED (8/23/76)
	*	BRITMONT MINES LIMITED (9/15/72)
RI		BRO RESOURCES LTD. (10/3/80)
	*	BROKEN HILL EXPLORATION LIMITED (12/13/72)
		BROKER INVESTMENTS (2/22/82)
		BROKER RETIREMENT FUND (2/22/82)
	*	BRUCE-PRESTO MINES LIMITED (7/17/72)
	*	BUDBOIS GOLD MINES LIMITED (9/16/74)
	*	BUFFONTA MINES LIMITED (1/15/75)
	*	BULLDOG MINES LIMITED (8/11/72)
RI		BULORA CORPORATION LIMITED (11/18/77)
RI		BURLINGTON PACKAGING LIMITED (8/1/80)
	*	BURRGOLD MINES LIMITED (10/27/75)
		C & M FINANCIAL CONSULTANTS LTD. (11/22/78)
	*	C.G.C. MINES LIMITED (2/4/76)
RI		CABLE COPPER MINES LIMITED (7/12/82)
	*	CABOL ENTERPRISES LIMITED (1/24/75)
RI		CADIEUX MINES LIMITED (9/8/76)
	*	CAESAR MINERALS LIMITED (4/9/75)
	*	CAIRNGLEN EXPLORATIONS LIMITED (8/21/73)
RI		CAIRNGORM MINES LIMITED (7/19/76)
	*	CALABOGIE ASBESTOS MINING COMPANY LIMITED (3/1/74)
		CALIFORNIA BUSINESS COMMUNICATIONS INC. (2/19/73)
	*	CALWAY BROOK MINES INC. (4/9/75)
	*	CAMBERTON IRON EXPLORATIONS LTD. (4/9/75)
	*	CAMBRIDGE MINING CORP. LIMITED (3/10/75)
	*	CAMDECK MINES LIMITED (3/11/75)
RI		CAMINDEX MINES LIMITED (9/23/82)
RI		CAMINO GOLD MINES LIMITED (5/18/79)

RI		CAN-TROPIC EXPLORATIONS LIMITED (5/4/79)
		CANA MANAGEMENT CORPORATION LIMITED (4/24/80)
	*	CANAAN EXPLORERS LIMITED (4/25/75)
RI		CANADA COSTA RICA MINES LIMITED (2/12/82)
RI		CANADA GEOTHERMAL OIL LTD. (12/4/75)
RI		CANADIAN ALL METALS EXPLORATIONS LIMITED (10/7/77)
	*	CANADIAN CONQUEST MINES LIMITED (12/13/72)
RI		CANADIAN FOOD PRODUCTS LIMITED (6/24/81)
	*	CANADIAN GEARY MINING CORP. LTD. (4/9/75)
RI		CANADIAN MAGNESITE MINES LIMITED (6/12/78)
	*	CANADIAN MANGANESE MINING CORPORATION LIMITED (8/4/72)
	*	CANADIAN NISTO MINES LIMITED (8/21/74)
RI		CANADIAN-ADDICKS MINING CORPORATION (10/9/73)
RI		CANADIAN-SIAM RESOURCES LIMITED (7/11/79)
	*	CANAGAU MINES LIMITED (3/1/74)
	*	CANALITE LIMITED (8/23/76)
	*	CANAMISKA COPPER MINES LIMITED (10/12/72)
	*	CANEONTI MINES LIMITED (2/10/75)
	*	CANOL METAL MINES LIMITED (8/4/72)
RI		CANTECH RESOURCES LIMITED (7/22/75)
		CANTICA TRADING CO. (EASTERN) LTD. (23/9/81)
		CANUSA HOLDINGS LIMITED (CANADA) (10/14/71)
RI		CAPITAL INCOME FUND (10/5/79)
RI		CAPTAIN INTERNATIONAL INDUSTRIES LTD. (9/4/74)
	*	CARAL MINING COMPANY LIMITED (2/13/75)
		CARAPACE INVESTMENTS (CAYMAN) INC. (4/8/71)
	*	CARAVELLE MINES LIMITED (12/6/73)
RI		CARD LAKE COPPER MINES LIMITED (10/16/81)
		CARLING ACCEPTANCE LIMITED (2/3/76)
		CARNDLESSON MINES LIMITED (12/13/72)
	*	CARROL & REED LIMITED (8/27/71)
	*	CASEY MINES INC. (4/9/75)
	*	CATHROY LARDER MINES LIMITED (11/16/76)
RI		CENEX LIMITED (6/27/80)
	*	CENTRAL GUIANA EXPLORATION CO. LIMITED (1/31/75)
RI		CHAMBERS ACCEPTANCE LIMITED (6/13/80)
RI		CHAMBERS FOODS LIMITED (8/12/76)
	*	CHAMPLAIN FOREST PRODUCTS LIMITED (2/4/75)
		CHARLOTTE MINES LIMITED (10/12/72)
RI	*	CHESTER MINERALS LIMITED (8/22/74)
	*	CHESTERVILLE MINES LIMITED (8/18/75)
RI		CHIBEX LIMITED (6/25/75)
RI		CHICOBILAKE MINES LIMITED (8/18/78)
	*	CHILLICOPPER CORPORATION LIMITED (3/1/74)
RI		CHUKUNI GOLD MINES LIMITED (7/5/79)
RI		CIRCLE OF TWO (9/10/82)
	*	CIRCLE YELLOWKNIFE MINES LIMITED (9/22/76)
	*	CITADEL MINES LIMITED (7/17/72)
	*	CLAIRTONE SOUND CORPORATION LIMITED (9/15/72)
	*	CLAW LAKE MOLYBDENUM MINES LIMITED (1/12/73)

		CLERO MINES LIMITED (4/12/73)
	*	CLINGER GOLD MINES LIMITED (1/31/75)
	*	CLUCAS BOOKER GOLD MINING COMPANY LIMITED (12/15/76)
RI	#	COCKFIELD BROWN INC. (4/12/81)
RI		COLDSTREAM MINES LTD. (12/1/76)
	*	COLLEEN COPPER MINES LIMITED (1/18/74)
RI		COLLEGE PLUMBING SUPPLIES LIMITED (7/27/76)
RI		COLUMBIA METALS CORPORATION LIMITED (9/26/77)
	*	COLUMBIERE MINES LIMITED (2/10/75)
	*	COLVILLE LAKE EXPLORERS LIMITED (5/10/75)
	*	COMMERCE NICKEL MINES LIMITED (7/13/76)
		CONDOR CERAMIC MINERALS LIMITED (4/23/75)
	*	CONDOC MINES LIMITED (3/20/75)
	*	CONISTON EXPLORATIONS & HOLDINGS LIMITED (1/25/77)
	*	CONMAR EXPLORATIONS LIMITED (5/29/74)
RI		CONQUEST EXPLORATION LTD. (11/28/79)
	*	CONSOLIDATED BELLEKENO MINES LIMITED (9/28/72)
	*	CONSOLIDATED BUFFALO RED LAKE MINES LTD. (8/17/76)
RI		CONSOLIDATED CANORAMA EXPLORATIONS LTD. (4/9/75)
	*	CONSOLIDATED HARPERS MALARTIC GOLD MINES LIMITED (10/12/72)
		CONSOLIDATED MANITOBA MINES LIMITED (8/20/71)
	*	CONSOLIDATED NOVELL MINES LIMITED (3/19/73)
	*	CONSOLIDATED PROPRIETARY MINES HOLDINGS LIMITED (3/10/78)
	*	CONSOLIDATED RAINDOR MINES LIMITED (4/10/75)
	*	CONSOLIDATED RIBAGO MINES LIMITED (8/9/72)
		CONSOLIDATED VIGOR MINES LIMITED (7/24/72)
	*	CONSUMERS EQUITY CORPORATION (3/2/78)
	*	CONTINENTAL POTASH CORPORATION LIMITED (1/12/73)
RI		CONTINENTAL RESEARCH & DEVELOPMENT LTD. (1/5/81)
	*	COP-GOLD EXPLORERS LIMITED (11/12/71)
	*	COPA PETROLEUM LIMITED (4/23/75)
	*	COPPER JIM MINES LIMITED (4/14/75)
RI		COPPERCORP LIMITED (10/4/74)
	*	COPPERVILLE MINING CORPORATION LIMITED (9/18/74)
RI		CORDELL GOLD MINES LIMITED (4/23/75)
RI		CORPORATE MASTER LIMITED (8/16/76)
RI		CORPORATE PROPERTIES LIMITED (8/20/80)
	*	COTLEY MINES LIMITED (3/11/75)
RI		COVE URANIUM MINES LIMITED (4/1/82)
RI		COWL LIMITED (3/14/73)
	*	CREATIVE PATENTS & PRODUCTS LIMITED (6/20/77)
		CRIMCO MINING CORPORATION LIMITED (3/7/73)
	*	CROWDUCK BAY MINES LIMITED (6/7/76)
		CROYDON ROUYN MINES LIMITED (8/9/72)
	*	CRUSADER MINES LIMITED (11/12/71)
	*	CULVER GOLD MINES LIMITED (10/18/76)
	*	CUMBERLAND MINING COMPANY LIMITED (3/10/75)
RI		CYCLONE RESOURCE EXPLORATIONS LIMITED (4/23/82)
	*	D'QUINCEY EXPLORERS INC. (4/25/75)
RI		DANIEL DIVERSIFIED LIMITED (8/10/82)

RI		DANVERS RESOURCE EXPLORATIONS LIMITED (7/7/82)
	*	DAYJON EXPLORATIONS AND HOLDINGS LTD. (4/9/75)
	*	DECADE EXPLORATIONS LIMITED (10/27/77)
	*	DEER HORN MINES LIMITED (7/19/77)
	*	DELMICO MINES LIMITED (9/8/76)
RI		DENGAS EXPLORATIONS & HOLDINGS LIMITED (7/2/80)
RI		DENORE MINES LIMITED (10/30/72)
RI		DEVON RESOURCES LIMITED (6/28/76)
RI		DING-HOW MINES LIMITED (10/12/77)
RI		DIVERSIFIED CREDIT CORPORATION LIMITED (1/28/81)
	*	DIXIE-CAROLINA MINING CORPORATION LIMITED (4/23/75)
	*	DOCANA OILS & MINES LIMITED (2/13/75)
	*	DODGE COPPER MINES LIMITED (8/4/72)
RI		DOLPHIN-MILLER MINES LIMITED (7/13/78)
	#	DOMINION JUBILEE CORPORATION LIMITED (3/17/77)
RI		DOUBLE NEGATIVE (9/10/82)
	*	DOUGRON GOLD MINES LIMITED (2/27/74)
	*	DRAKE YELLOWKNIFE GOLD MINES LIMITED (4/10/75)
RI		DREADNOUGHT INVESTMENTS LIMITED (11/21/80)
	*	DROPE LAKE METALS AND HOLDINGS LTD. (4/9/75)
	*	DRUDE URANIUM MINES LIMITED (3/10/75)
RI		DUFAULT CONTACT MINES LIMITED (9/15/78)
	*	DUMAURIER MINES AND HOLDINGS LTD. (4/9/75)
	*	DUNVEGAN MINES LIMITED (10/12/72)
	*	E.R.I. EXPLORATIONS INC. (12/12/72)
		EAST-WEST INVESTORS LTD. (2/19/73)
RI		EASTVIEW MINES LIMITED (4/9/75)
	*	EDEN INDUSTRIES INTERNATIONAL LTD. (9/19/74)
RI		EL BONANZA MINING CORPORATION LIMITED (11/10/80)
RI		ELECTRO-KNIT FABRICS (CANADA) LTD. (5/10/82)
	*	ELK LAKE METALS AND HOLDINGS LTD. (4/9/75)
	*	ELMAC MALARTIC MINES LIMITED (7/7/75)
RI		ELORA GOLD MINES LIMITED (7/22/80)
RI		EMPIRE RESOURCE EXPLORATIONS LTD. (7/22/80)
RI	#	ENERGY AND PRECIOUS METALS INC. (5/28/82)
RI		ENERMET RESOURCES LIMITED (7/7/82)
RI		EQUITABLE MINES LIMITED (8/22/75)
	*	EROS RED LAKE MINES LIMITED (4/14/75)
	*	ESKIMO COPPER MINES LIMITED (2/14/73)
RI		ESTEN EXPLORATIONS INC. (7/16/82)
RI		ESTO MUTUAL FUND (11/20/78)
	*	ETHEL COPPER MINES LIMITED (3/1/73)
RI		EXETER INDUSTRIAL DEVELOPMENTS LIMITED (2/21/74)
	*	FAB METAL MINES LIMITED (12/6/72)
	*	FAIRCOFF ATHABASKA URANIUM MINES LIMITED (4/2/74)
	*	FAIRFAX MINES LIMITED (4/8/75)
	*	FALCON GOLD DEVELOPMENTS LIMITED (4/1/76)
	*	FALLMAC NICKEL MINES LIMITED (10/12/72)
		FANEX RESOURCES LIMITED (4/9/75)
	*	FARMERS' GAS COMPANY LIMITED (6/28/73)

	FARMEX ENTERPRISES INC. (1/9/74)
RI	FELD TEMAGAMI MINES LIMITED (2/4/75)
	* FERCO MINES LIMITED (4/14/75)
	* FILE LAKE EXPLORATIONS LIMITED (10/12/72)
	* FIN-LAN COPPER MINES LIMITED (8/20/71)
RI	FINAL ASSIGNMENT (9/10/82)
RI	FIRECO SALES LIMITED (5/25/81)
	* FIREFLY MINING CORPORATION LIMITED (11/19/73)
	FIRST C & M REALTY CORPORATION LTD. (11/22/78)
	* FIRST EASTERN GOLD DEVELOPMENT INC. (4/25/75)
	* FISSION MINES LIMITED (4/10/74)
RI	FLAGSTAFF RESOURCE EXPLORATIONS INC. (7/13/82)
RI	FLEMDON LIMITED (4/9/75)
RI	FOREFRONT CONSOLIDATED EXPLORATIONS LTD. (1/13/81)
	* FORTUNE YELLOWKNIFE MINES LIMITED (9/27/76)
	* FOSTER LAKE MINES LIMITED (4/8/75)
	* FOX LAKE MINES LIMITED (10/12/72)
RI	FROBEX LIMITED (8/5/76)
	FRONTIER ACCEPTANCE CORPORATION LIMITED (10/7/80)
	* FUNDY EXPLORATION LIMITED (12/15/72)
	FUSION TECHNOLOGIES LIMITED (FORMERLY RED ROCK MINES LTD (4/16/81)
	G. B. FONTAINE INTERNATIONAL MINES LIMITED (9/20/74)
	* G. S. & T. EXPLORATION CO. LIMITED (4/14/75)
	* GALEX MINES LIMITED (10/8/75)
RI	GAMBIT CONSOLIDATED EXPLORATIONS LTD. (1/13/81)
	* GAN COPPER MINES LIMITED (5/8/75)
	* GANDA SILVER MINES LIMITED (4/18/73)
	* GARSKIE GOLD MINES LIMITED (4/10/74)
	GASPE PARK MINES LIMITED (7/17/72)
	* GAVAN MINES LIMITED (4/14/75)
RI	GCL GRAPHIC COMMUNICATIONS LIMITED (8/4/77)
RI	GENERAL GAS AND OIL COMPANY LIMITED (9/24/82)
	GENEVA CAPITAL VENTURES INC. (4/9/75) (formerly STACKPOOL ENTERPRISES LTD.)
RI	GENEVA METALS INCORPORATED (4/25/77)
	* GEO-PAX MINES LIMITED (9/15/72)
	* GEO-SCIENTIFIC PROSPECTORS LIMITED (3/13/75)
	* GEORGIA LAKE MINES LIMITED (2/28/73)
	* GEORGIAN PEAKS RESORTS LIMITED (3/9/76)
RI	GERIDO LAKE MINES LIMITED (2/13/75)
RI	GERMAN HOUSE TORONTO, INC. (6/24/81)
RI	GERRARD REALTY INCORPORATED (8/26/80)
	* GLADE EXPLORATIONS LIMITED (5/20/75)
RI	GLENARUM MINING EXPLORATIONS LIMITED (9/26/77)
	* GLOBE EXPLORATION & MINING COMPANY LIMITED (5/4/72)
	* GODBEAU PORCUPINE MINES LIMITED (10/15/76)
	* GOLD HAWK EXPLORATION LIMITED (10/12/72)
RI	GOLD VALLEY RESOURCE EXPLORATIONS LIMITED (7/13/82)
	GOLDALE ACCEPTANCE LIMITED (10/2/72)
RI	GOLDEN AGE MINES LIMITED (3/1/73)

	*	GOLDEN ALGOMA METALS AND HOLDINGS LTD. (4/9/75)
RI		GOLDEN ARM MINES LIMITED (7/13/78)
RI		GOLDEN SATURN OIL & GAS LIMITED (8/12/80)
	*	GOLDEN SHORE MINES LIMITED (11/30/73)
	*	GOLDMASTER MINES LIMITED (11/22/71)
	*	GOLDRIM MINING COMPANY LIMITED (4/8/75)
	*	GOLDSTAR EXPLORATIONS AND INVESTMENTS LTD. (4/9/75)
	*	GOLDYKE MINES LIMITED (10/15/74)
RI		GOVERNOR GOLD MINES LIMITED (4/9/75)
RI		GOZLAN BROTHERS LIMITED (5/19/76)
		GRADORE MINES LIMITED (2/13/73)
	*	GRAND CANADIAN MINING CORPORATION LIMITED (10/10/72)
	*	GRANDEX EXPLORATION & INVESTMENT COMPANY LIMITED (1/24/74)
RI	#	GRANDMA LEE'S INC. (4/1/82)
RI		GRAY INDUSTRIES INC. (4/28/72)
	*	GREAT BASIN METAL MINES LIMITED (1/28/72)
	*	GREAT LAURIER URANIUM MINES LIMITED (1/12/72)
	*	GREAT PINE MINES LIMITED (4/11/73)
RI		GREAT WEST MINING & SMELTING CORPORATION LIMITED (1/9/74)
	*	GREATER THUNDER BAY GROWTH FUND LIMITED (9/17/74)
	*	GREEN POINT MINES LIMITED (9/6/74)
RI		GREENSKEEPER INC., THE (3/6/78)
RI		GREY FOX, THE (9/10/82)
	*	GUI-POR URANIUM MINES & METALS LIMITED (8/25/75)
		GUISTINI STEAK HOUSE LIMITED (5/17/78)
	*	GULF LEAD MINES LIMITED (8/15/74)
RI		H. G. YOUNG MINES INTERNATIONAL LIMITED (1/14/74)
	*	H. K. EXPLORATIONS LIMITED (3/13/75)
	*	HALLNOR MINES LIMITED (11/4/74)
	*	HALPORT MINES LIMITED (10/10/72)
	*	HALREEN MINES LIMITED (11/13/73)
	*	HAMILTON HASTINGS LIMITED (2/7/73)
	*	HARDIMAN BAY MINES LIMITED (10/13/72)
	*	HATHAWAY METAL MINES LIMITED (4/9/73)
RI		HEAD ON (9/10/82)
	*	HEADWATER MINES LIMITED (10/13/76)
	*	HEATH GOLD MINES LIMITED (10/10/72)
	*	HEATHRIDGE MINES LIMITED (1/12/72)
	*	HERCULES URANIUM MINES LIMITED (9/28/72)
	*	HI-LITE URANIUM EXPLORATIONS LIMITED (11/16/71)
RI		HIGH COUNTRY, THE (9/10/82)
	*	HIGHBANK METALS AND HOLDINGS LTD. (4/9/75)
RI		HILLTOP MINERALS LIMITED (8/6/82)
RI		HODDEN-GREY INC. (7/14/78)
	*	HOLLINGSWORTH IRON MINES LIMITED (7/4/74)
RI		HOMCO INDUSTRIES LIMITED (8/29/77)
RI		HOTSTONE MINERALS LIMITED (7/6/77)
		HOWIE CONTROLS (CANADA) LIMITED (9/18/75) (formerly BENVAN MINES LIMITED)
	*	HUCLIF PORCUPINE MINES LIMITED (9/17/73)

RI HUDSON BAY MOUNTAIN SILVER MINES LTD. (4/9/75)
 HUEY'S INTERNATIONAL FRANCHISING SYSTEMS, (CANADA) INC. (11/4/80)
 HUEY'S INTERNATIONAL FRANCHISING SYSTEMS, INC. (11/4/80)
 HUMBLEFORD EXPLORATION AND INVESTMENTS LTD. (4/9/75)
 * HUNCH MINES LIMITED (8/22/75)
 RI HURON BRUCE MINES LIMITED (10/17/72)
 HY-TOWER MINES INC. (5/16/79)
 RI HYTEC ELECTRONICS LIMITED (12/6/71)
 I.N.I. MINERAL RESOURCES LTD. (9/12/81)
 RI I.O.S. LTD. (7/2/71)
 * IDEAL BAY EXPLORATIONS LIMITED (5/8/75)
 IDEAL ENERGY COMPANY INC. (UTAH) (5/22/81)
 RI IMPERIAL GENERAL PROPERTIES LIMITED (6/27/79)
 IMPULSE MARKET FUTURES FUND (16/12/81)
 RI IN-MARK CORPORATION LIMITED (7/16/82)
 * IN-PLACE ELECTRONICS LIMITED (2/28/73)
 RI INCUBUS (9/10/82)
 RI INDIGO INTERNATIONAL & ASSOCIATES (MAY 15/81)
 RI INDUSTRIONICS (CANADA) LIMITED (2/14/80)
 RI INORE GOLD MINES LIMITED (9/30/76)
 RI INTER-TECH RESOURCES LTD. (8/21/75)
 * INTERNATIONAL CERAMIC MINING LIMITED (6/28/73)
 RI # INTERNATIONAL CHEMALLOY CORPORATION (1/18/82)
 RI INTERNATIONAL HALLIWELL MINES LIMITED (6/29/72)
 * INTERNATIONAL KENVILLE GOLD MINES LIMITED (5/9/74)
 RI INTERNATIONAL NORVALIE MINES LIMITED (12/7/77)
 INTERNATIONAL OBASKA MINES LIMITED (12/19/80)
 RI INTERNATIONAL PHOENIX CAPITAL CORP. (11/19/80)
 INTERNATIONAL VIDEO CASSETTE SYSTEMS INC. (4/9/75)
 * INVICTA EXPLORATIONS LIMITED (10/2/75)
 RI IRONCO MINING & SMELTING LIMITED (6/12/75)
 RI ISEC CANADA LTD. (6/29/77)
 RI IVEY MEDICAL SYSTEMS LIMITED (2/2/78)
 * IXPACO INDUSTRIES LIMITED (11/29/73)
 RI J. D. CARRIER SHOE COMPANY LIMITED (23/4/81)
 * JACMAR EXPLORATIONS LIMITED (6/9/75)
 * JACOBUS MINING CORPORATION LIMITED (9/28/72)
 * JACOLA MINES LIMITED (9/18/72)
 * JAHALA LAKE MINES LIMITED (6/26/75)
 * JAMAICAN MINING LIMITED (7/18/75)
 * JANDON MINES LIMITED (12/29/71)
 * JANUS EXPLORATIONS LIMITED (12/15/77)
 RI JARIDGE EXPLORATIONS LIMITED (6/22/82)
 * JAYE EXPLORATIONS LIMITED (10/10/72)
 * JEAN LAKE LITHIUM MINES LIMITED (7/28/75)
 * JESPERSEN-KAY SYSTEMS LIMITED (11/13/72)
 * JILBIE MINING COMPANY LIMITED (6/6/72)
 * JOGRAN MINES LIMITED (8/9/73)
 * JOLLOCO EXPLORATION LIMITED (1/21/72)
 RI JOLLY JUMPER PRODUCTS OF AMERICA LIMITED (2/13/75)

RI		JOUBI MINING CORPORATION LIMITED (8/16/76)
	*	JUBILANT EAGLE HOLDINGS AND EXPLORATIONS LTD. (4/9/75)
	*	JUMA MINING & EXPLORATION LIMITED (5/4/72)
		K.C.R. INVESTMENTS LTD. (5/29/81)
RI		KAMSACK RESOURCE EXPLORATIONS LIMITED (7/13/82)
	*	KARDAR CANADIAN OILS LIMITED (11/20/73)
RI		KARI RESOURCE EXPLORATIONS LIMITED (5/10/82)
RI		KARLSONS BLUEBURNER SYSTEMS LTD. (1/26/82)
	*	KAYMO MINERALS LIMITED (10/10/72)
RI		KEEN INDUSTRIES LIMITED (6/26/79)
	*	KEITH-DAY LIMITED (7/4/74)
	*	KEITHGOLD MINES LIMITED (9/23/76)
	*	KELTIC MINING CORPORATION LIMITED (3/8/76)
	*	KENDON COPPER MINES LIMITED (9/28/72)
RI		KENILWORTH MINES LIMITED (11/22/74)
	*	KENN HOLDINGS & MINING LIMITED (6/21/71)
		KENSINGTON CO-OPERATIVE APARTMENTS LIMITED (10/14/70)
	*	KENTLAKE GOLD MINES LIMITED (7/4/74)
	*	KIDD COPPER MINES LIMITED (10/19/71)
RI		KILLARNEY OIL & GAS DEVELOPMENT COMPANY LIMITED (8/17/71)
		KILLARNEY OIL AND RESOURCES LTD. (2/21/80)
	*	KIMBERLITE MINING CORPORATION LIMITED (10/2/72)
	*	KING ISLAND MINES LIMITED (2/28/73)
RI		KING KIRKLAND GOLD MINES LIMITED (4/25/77)
RI		KINGBRIDGE MINES LIMITED (7/4/74)
	*	KINGDOM MINERALS LIMITED (4/25/75)
RI		KLONDIKE FEVER (9/10/82)
		KLONDIKE YUKON MINING COMPANY (8/14/69)
	*	KREFELD GRAPHITE FOLD MINES LIMITED (7/30/75)
		KUKATUSH MINING CORPORATION (1960) LTD. (4/29/75)
		LA COMPAGNIE MINIERE DE L'UNGAVA LIMITEE (12/6/71)
RI		LA-CHIB MINES LIMITED (8/13/81)
RI		LABARRE EXPLORATIONS LIMITED (11/1/78)
	*	LAKE BEAVERHOUSE MINES LIMITED (4/9/75)
	*	LAKE GEORGE MINES LIMITED (8/29/73)
	*	LAKE KOZAK MINES LIMITED (1/21/72)
	*	LAKE-OSU MINES LIMITED (8/16/76)
RI		LAKEX MINES LTD. (6/11/80)
RI		LANDBANK RESOURCES 1980 PROGRAM (7/13/82)
RI		LANDBANK RESOURCES 79-80 PROGRAM (7/13/82)
	*	LANGLEY'S LIMITED (10/18/73)
	*	LANSLOWNE EXPLORATIONS LIMITED (4/9/75)
	*	LAROMA MIDLOTHIAN MINES LIMITED (9/3/76)
RI		LAST CHASE, THE (9/10/82)
RI		LAWRENCE SQUARE LIMITED (9/27/82)
	*	LEBON GOLD MINES LIMITED (8/3/73)
	*	LECOPA MINES LIMITED (7/15/74)
	*	LEESA METALS AND HOLDINGS LIMITED (4/9/75)
	*	LENMAC MINES LIMITED (9/28/72)
	*	LEVACK MINES LIMITED (7/12/77)

	*	LIDO METALS AND HOLDINGS LIMITED (4/9/75)
	*	LIFE INVESTORS INTERNATIONAL LIMITED (3/1/74)
RI		LINGSIDE COPPER MINING COMPANY LIMITED (3/25/81)
	*	LINLAND EQUIPMENT SALES LIMITED (8/19/75)
	*	LITTLE HATCHET MINERALS LIMITED (9/28/72)
RI		LOBO MINES & EXPLORATIONS LTD. (11/25/80)
	*	LODE METALS AND HOLDINGS LIMITED (4/9/75)
		LONDON COMMODITY OPTIONS (3/22/77)
RI		LONE PINE RESOURCE EXPLORATIONS LIMITED (6/18/81)
RI		LONMED HOLDINGS LTD (5/6/81)
RI		LORD'S CHEMISTS LIMITED (4/11/74)
RI		LORNCO EXPLORATIONS LIMITED (8/18/78)
RI		LOST RIVER MINING CORPORATION (6/17/80)
RI		LOVE (9/30/82)
RI		LUMAX OIL & GAS INC. (7/16/82)
RI		LUMSDEN BUILDING CORPORATION INC., THE (7/22/80)
	*	LYNBAR MINING CORPORATION LIMITED (3/1/74)
	*	LYNX YELLOWKNIFE GOLD MINES LIMITED (11/21/72)
	*	MACKBUCK RED LAKE GOLD MINES LIMITED (2/11/74)
RI		MAGI GOLD MINES LIMITED (5/5/81)
RI		MAGISTER MINING CORPORATION LIMITED (3/1/74)
	*	MAGNA CARTA FUND LIMITED (9/18/72)
	*	MAGOMA MINES LIMITED (10/10/72)
RI		MAISLIN INDUSTRIES LTD. (7/29/82)
	#	MALARTIC HYGRADE GOLD MINES (CANADA) LIMITED (1/6/77)
	*	MANATAW GOLD MINES LIMITED (7/11/73)
	*	MANBAR EXPLORATIONS LIMITED (8/10/78)
RI		MANDARIN MINES LIMITED (7/14/82)
	*	MAPLE FILM CORPORATION LIMITED (8/8/74)
RI		MARACAMBEAU MINES LIMITED (9/2/77)
RI		MARALGO MINES LIMITED (11/16/76)
RI		MARCHE UNION INC. (2/13/75)
	*	MARIA MINING CORPORATION LIMITED (11/21/73)
RI		MARICANA ENTERPRISES LIMITED (12/6/71)
	*	MARTIN-BIRD GOLD MINES LIMITED (3/22/73)
	*	MARVEL MINERALS LIMITED (10/10/72)
	*	MASTER METALS CORPORATION (MINING) LIMITED (8/29/75)
	*	MATADOR MINES LIMITED (4/9/75)
RI		MATT BERRY MINES LIMITED (11/2/79)
RI		MAVERICK URANIUM EXPLORATIONS INC. (5/20/80)
RI		MAXIMUM ACCEPTANCE CORPORATION LIMITED (5/29/74)
	*	MAYCOR MINES LIMITED (1/9/74)
RI		MAYDAY MINES LIMITED (10/5/79)
RI		MAYFAIR RESOURCES & DEVELOPMENTS LIMITED (1/28/82)
RI		MAYLAC GOLD MINES LIMITED (5/5/80)
	*	MCCAFFERTY LAKE EXPLORATIONS INC. (8/25/81)
		McLEAN FUTURES FUND II (11/25/80)
	*	McMARMAC RED LAKE GOLD MINES LIMITED (4/15/77)
RI		MEDLON SMALL BUSINESS DEVELOPMENT LTD (5/6/81)
RI		MELCHERS DISTILLERIES LTD. (3/14/77)

	*	MELVILLE INDUSTRIES & HOLDINGS LIMITED (7/29/77)
RI		MERCANTILE GUARDIAN GROUP LTD. (4/9/75)
		METAFUSE LIMITED # (1/7/82)
	*	METALHAWK MINING LIMITED (4/9/75)
RI		MID-NORTH ACCEPTANCE LIMITED (7/13/76)
	*	MID-NORTHERN EXPLORATION LIMITED (11/3/72)
	*	MID-PATAPEDIA MINES LIMITED (3/6/78)
RI		MIDPINES EXPLORATION INC. (9/27/82)
	*	MIJA MINES LIMITED (6/27/77)
RI		MILGER INVESTMENT & DEVELOPMENT CORPORATION LIMITED (4/18/80)
RI		MILL CREEK EXPLORATION LIMITED (5/5/80)
	*	MILL HILL LIMITED (7/22/75)
	*	MILL ROCK MINES LIMITED (1/14/74)
	*	MILLBANK MINERALS LIMITED (12/6/71)
	*	MILLERFIELDS SILVER CORPORATION LIMITED (10/10/72)
	*	MILLMORE PRODUCTS LIMITED (2/4/72)
	*	MILMAR-ISLAND METALS AND HOLDINGS LTD. (4/9/75)
RI		MILTON GROUP LTD. (4/9/75)
RI		MINAKI GOLD MINES LIMITED (5/5/81)
RI		MINDAMAR ENERGY RESOURCES LIMITED (7/9/82)
	#	MINEFINDERS CORPORATION LIMITED (7/14/77) (formerly TWENTIETH CENTURY EXPLORATIONS INC.)
	*	MINNITAKI IRON RANGE LIMITED (11/6/74)
	*	MINTO HILL MINES LIMITED (4/9/75)
	*	MIRO MINES LIMITED (10/22/73)
RI		MISDEAL (9/10/82)
	*	MOBIKO MINES LIMITED (10/17/74)
	*	MOBILEX DEVELOPMENT CORPORATION LIMITED (11/16/76)
		MOCCO INDUSTRIES LIMITED (1/14/82)
RI		MODERN OVA TRENDS LIMITED (6/3/80)
	*	MOGAR MINES LIMITED (12/6/71)
RI		MOHAWK INDUSTRIES LIMITED (1/11/78)
RI	#	MOLCO INDUSTRIES LIMITED (1/14/82)
	*	MONARCH GOLD MINES LIMITED (9/28/72)
RI		MONARCH WEAR LTD. (24/8/81)
RI		MONCRIEFF URANIUM MINES LIMITED (11/23/81)
		MONEX INTERNATIONAL, LTD. (10/11/74)
RI		MONPRE IRON MINES LIMITED (9/30/77)
	*	MONTEGO MINES LIMITED (2/4/72)
RI		MONTEREY PETROLEUM CORPORATION (1971) LTD. (6/19/78)
RI		MORELAND-LATCHFORD PRODUCTIONS LIMITED (2/15/78)
RI		MOSPORT FILMS PRODUCTIONS (1978) 7/14/82)
RI		MOUNTAINVIEW EXPLORATION INC. (6/24/81)
		(FORMERLY SUPERIOR COPPER MINES LIMITED)
RI		MR. PATMAN (9/10/82)
RI		MULTI-MINERALS LIMITED (10/3/80)
RI		MUNTZ CANADA LIMITED (8/4/77)
	*	MURMAC LAKE ATHABASKA MINES LIMITED (8/21/74)
	*	NEALON MINES LIMITED (3/1/74)
RI		NESBITT MINING & EXPLORATION LIMITED (6/22/82)

RI		NEVER TRUST AN HONEST THIEF (9/30/82)
	*	NEW AMBASSADOR DEVELOPMENTS LTD. (4/9/75)
RI		NEW CAMPBELL ISLAND MINES LIMITED (7/27/82)
		NEW CREST DEVELOPMENTS LIMITED (7/22/82)
RI		NEW FAR NORTH EXPLORATION LIMITED (8/1/72)
	*	NEW FEDERAL CHIBOUGAMAU MINES LIMITED (5/20/75)
RI		NEW FORCE CRAG MINES LIMITED (1/16/80)
	*	NEW HOPE PORCUPINE GOLD MINES LIMITED (5/2/75)
	*	NEW HOSCO MINES LIMITED (3/1/77)
	*	NEW JASON MINES LIMITED (8/4/72)
	*	NEW NORQUE MINES LIMITED (10/30/72)
	*	NEW PICTON URANIUM MINES LIMITED (5/17/73)
	*	NEW POTTERDOAL MINES LIMITED (5/25/73)
RI		NEW REDWOOD GOLD MINES LIMITED (8/10/82)
RI		NEW ROUYN EXPLORATION COMPANY LIMITED (7/15/74)
RI		NEW UNISPHERE RESOURCES LTD. (11/8/77)
	*	NEW UNITED SALT MINES LIMITED (1/22/73)
RI		NEW YARANDRY LIMITED (6/6/79)
RI		NEWCREST DEVELOPMENTS LIMITED (7/22/82)
	*	NEWORE DEVELOPMENTS LIMITED (11/9/76)
	*	NICOHAL MINES LIMITED (4/30/73)
	*	NIGHTLEN MINES LIMITED (8/1/72)
RI		NOR-WEST KIM RESOURCES LTD. (12/14/71)
	*	NORDIC INDUSTRIES LIMITED (9/6/74)
RI		NORDORE MINING CO LTD. (10/21/77)
RI		NORLAC EXPLORATIONS LIMITED (5/5/81)
	*	NORMALLOY EXPLORATIONS AND HOLDINGS LTD. (4/9/75)
	*	NORPAX NICKEL MINES LIMITED (10/29/73)
	*	NORTH BRIAR MINES LIMITED (1/28/72)
RI		NORTH POINT EXPLORATIONS LIMITED (4/9/75)
	*	NORTH ROCK EXPLORATIONS LIMITED (6/16/77)
RI		NORTHERN ATLAS EXPLORERS LIMITED (9/17/74)
	*	NORTHGLEN PETROLEUMS LIMITED (5/18/76)
RI		NORTHIM MINES INC. (7/17/79)
	*	NORTHMOUNT MINING CORPORATION LIMITED (9/18/72)
	*	NORTHOLT MINING CORPORATION LIMITED (12/6/71)
RI		NOTHING PERSONAL (9/30/82)
	*	NRG RESOURCES INC. (12/1/76)
RI		ONTARIO TEACHERS MORTGAGE FUND (12/5/79)
RI		ONTEX RESOURCES LIMITED (7/9/82)
	*	ORVALLEY GOLD MINES LIMITED (11/22/74)
RI		OSF INDUSTRIES LIMITED (5/19/77)
	*	OSSINGTON METALS AND HOLDINGS LTD. (4/9/75)
RI		P.E.P PROFESSIONAL & ENGINEERED PATENTS LTD. (3/2/73)
RI		PAC EXPLORATIONS LIMITED (12/15/80)
RI		PAN-ORE GOLD MINES LIMITED (8/4/81)
	*	PANACEA MINING & EXPLORATION LIMITED (8/12/71)
	*	PARAMAQUE MINES LIMITED (1/6/72)
	*	PARK PRECIOUS METALS INCORPORATED (10/22/75)
	*	PARKDALE METALS AND HOLDINGS LTD. (4/9/75)

RI		PARKVIEW LODGE APARTMENTS LIMITED (3/13/79)
	*	PARLIAMENT MINES LIMITED (2/28/73)
	*	PARR MINES LIMITED (7/23/76)
	*	PARTRIDGE RIVER MINES LIMITED (1/6/72)
	*	PASCAR DEVELOPMENT CORPORATION LIMITED (6/10/71)
RI		PATHFINDER COPPER MINES LIMITED (6/22/82)
RI		PATRICIA SILVER MINES LIMITED (9/8/77)
	*	PAUDASH MINES LIMITED (10/3/72)
	*	PAULPIC GOLD MINES LIMITED (7/26/74)
RI		PEDLAR INDUSTRIAL INC. (1/8/82)
	*	PENROSE GOLD MINES LIMITED (11/26/75)
RI		PERE MARQUETTE PETROLEUMS LIMITED (1/24/74)
RI		PERMANENT ACCEPTANCE CORPORATION LIMITED (6/19/75)
RI	#	PETROL OIL AND GAS LIMITED, THE (11/2/81)
RI		PEYTO OILS LTD. (6/15/81)
	*	PICKERING METALS MINES LIMITED (8/1/72)
RI		PICKTEX MINING & INVESTMENTS LIMITED (5/25/73)
RI		PLENO MINES LIMITED (8/9/79)
RI		PLUMBING MARTS OF AMERICA, INC. (6/28/82)
	*	PLYDOM CORPORATION LIMITED (3/5/74)
	*	POLYPUMP LIMITED (10/30/78)
RI		POMAC MINES LIMITED (10/27/75)
	*	PONTIFF MINING LIMITED (8/21/74)
	*	PORCUPINE GOLDTOP MINES LIMITED (1/10/77)
RI		POWER EXPLORATIONS & HOLDINGS LIMITED (7/11/78)
	*	PRIMROCK MINING & EXPLORATION LIMITED (2/11/72)
RI		PRO AIR SYSTEMS (1972) INC. (2/22/78)
	*	PROCESS MINERALS LIMITED (10/29/76)
RI		PROPER CHANNELS (9/10/82)
RI		PROTEA DEVELOPMENTS LIMITED (4/9/75)
	*	PROUDEARTH EXPLORATIONS INC. (4/25/75)
RI		QUADRANT FILM INVESTORS 1978 A (9/30/82)
	*	QUADRATE EXPLORATIONS LIMITED (10/17/74)
	*	QUINCY CREEK MINES LIMITED (9/27/74)
	*	RADEX MINERALS LIMITED (9/4/74)
RI		RADIO ENGINEERING PRODUCTS LIMITED (3/9/76)
	*	RADIO HILL MINES COMPANY LIMITED (9/18/72)
	*	RAGGED CHUTE SILVER MINES LIMITED (8/20/71)
	*	RAINY LAKE MINING, LIMITED (6/12/75)
RI		RAMARDO MINES LIMITED (7/29/77)
	*	RAMBLER EXPLORATION COMPANY LIMITED (5/28/74)
	*	RANCHERIA MINING COMPANY LIMITED (6/27/72)
RI		RAND REEF MINES LIMITED (11/14/78)
	*	RAYVILLE MATHESON ASBESTOS LIMITED (6/4/75)
		RE-MOR INVESTMENT MANAGEMENT LIMITED (4/24/80)
		REDCOAT MINES LIMITED (4/9/75)
RI		REDFORD RESOURCES INC. (9/30/82)
	*	REDWOLF GOLD MINES LIMITED (9/23/76)
	*	REETA EXPLORATIONS LIMITED (1/30/74)
	*	REFORD MINES LIMITED (5/26/75)

RI		RENGOLD MINES LIMITED (2/18/76)
	*	REVERE MINING CORPORATION LIMITED (1/24/73)
	*	REXDALE MINES LIMITED (9/18/72)
RI		RHYOLITEE ROUYN MINES LIMITED (10/26/76)
		RIAL FINANCIAL CORPORATION (4/9/75)
	*	RICBAN MINES LIMITED (3/9/76)
		RICH-TOP MILLING INC. (5/16/79)
	*	RICHGLEN MINES LIMITED (4/30/74)
RI		RICKABY MINES LIMITED (6/9/82)
RI		RIDLEY URANIUM MINES (CANADA) LIMITED (5/18/76)
	*	ROCKY PETROLEUMS LIMITED (8/13/73)
	*	ROCKZONE MINES LIMITED (10/18/76)
	*	RODNEY GOLD MINES LIMITED (8/8/75)
		ROLARTIC MINES LIMITED (4/9/75)
	*	ROLLEX MINES LIMITED (6/4/75)
RI		ROMA LAKE GOLD MINES LIMITED (9/23/76)
	*	ROMANET LAKE MINES LIMITED (5/26/75)
	*	ROMEX MINES & EXPLORATIONS LIMITED (1/5/76)
	*	RONDA COPPER MINES LIMITED (9/1/77)
RI		ROYAL MINING CORPORATION (12/23/74)
	*	RUTTAN LAKE EXPLORATIONS LTD. (4/9/75)
RI		RYANOR MINING COMPANY LIMITED (8/16/79)
RI		S.M.A. (SOCIETE de MATHEMATIQUES APPLIQUEES) INC. (10/27/80)
	*	SAKFIELD MINES AND INVESTMENTS LIMITED (5/26/75)
		SAMBOF INVESTMENTS LIMITED (12/23/81)
		SANDY'S (7/15/74)
		SANDY'S BREEDERS LTD. (7/15/74)
		SANDY'S COOPERATIVE ASSOCIATION (7/15/74)
RI		SANTACK MINES LIMITED (6/3/71)
RI		SAPAWA GOLD MINES LIMITED (8/11/72)
	*	SARIMCO MINES LIMITED (8/11/72)
RI		SASKATOON SQUARE LIMITED PARTNERSHIP (6/28/82)
	*	SASKOBA MINES INC. (5/27/74)
	*	SATINCO MINING CORPORATION (1/24/75)
RI		SCARBORO PRODUCERS MARKET LIMITED (6/23/72)
	*	SCIMINEX LIMITED (8/15/74)
	*	SCOTIA MINES LIMITED (12/15/72)
RI		SCOTT-LASALLE LTEE (8/14/80)
	*	SCU INDUSTRIES LIMITED (1/10/77)
	*	SENTRY PETROLEUMS LIMITED (4/10/74)
	*	SEPTEMBER MT. COPPER MINES LIMITED (12/15/71)
RI		SEVEN ARTS FUND 1980 (9/10/82)
	*	SHADRACK MINING LIMITED (4/25/75)
RI		SHAPE OF THINGS TO COME", "THE (2/12/82)
	*	SHAWMIN CONSOLIDATED LTD. (9/23/77)
	*	SHAYNEE CONSOLIDATED METALS AND HOLDINGS LIMITED (4/9/75)
	*	SHEBA MINES LIMITED (9/4/74)
	*	SHEFFIELD IRON MINES LIMITED (6/25/75)
	*	SHEROONAC MINING CORPORATION LIMITED (2/19/76)
	*	SHEWAN COPPER MINING CORPORATION LIMITED (8/11/72)

RI		SHILO MINES LIMITED (9/9/80)
	#	SIGNUM COMMUNICATIONS INC. (4/12/81)
RI		SILVER BAR MINES LIMITED (12/13/76)
	*	SILVER HOARD MINES LIMITED (4/30/74)
	*	SILVER LAKE MINES LIMITED (4/10/74)
	*	SILVER ORE ZONE MINES LIMITED (5/26/75)
	*	SILVER SHIELD MINES INC. (11/6/72)
	*	SILVER TOWER MINES LIMITED (3/13/73)
	*	SILVER-MEN MINES LIMITED (2/22/74)
	*	SIRMAC MINES LIMITED (10/30/72)
RI	#	SKLAR MANUFACTURING LIMITED (6/29/82)
	*	SMITH COBALT MINES LIMITED (7/24/73)
		SOGEVEX INC. (2/20/81)
	*	SOLAR EXPLORATION LIMITED (2/13/73)
RI		SOLEX OIL SANDS CORPORATION (6/28/82)
	*	SOLID SILVER METALS AND HOLDINGS LIMITED (4/9/75)
	*	SOLOMON'S PILLARS MINES LIMITED (12/15/71)
	*	SOUTH EASTERN GAS AND OIL COMPANY LIMITED (1/25/77)
	*	SOUTH SEAS MINING LIMITED (10/29/73)
RI		SOUTH SHORE GOLD MINES LIMITED (7/11/78)
	*	SOUTHMARK PETROLEUMS LIMITED (5/27/74)
	*	SPACE-PAK INTERNATIONAL LIMITED (12/6/71)
RI		SPANEX RESOURCES LIMITED (4/6/81)
	*	SPANISH RIVER MINES LIMITED (12/15/71)
	*	SPORRAN MINES LIMITED (10/3/72)
RI		SPRING CHEMICALS LIMITED (6/11/79)
	*	SQUALL LAKE GOLD MINES LTD. (8/25/81)
		ST. ANTHONY REALTY COMPANY LIMITED (10/25/74)
RI		ST. MARY'S EXPLORATIONS LIMITED (6/11/80)
	*	STACKPOOL MINING & HOLDING CORPORATION LIMITED (1/24/73)
		STANLEY CASSIUS SANDERSON (7/15/74)
RI		STEREOSCOPICS INC. (5/13/81)
	*	STORMY MINES LIMITED (9/18/72)
RI		STREAMSIDE MINES INC. (12/21/78)
RI		STUMP MINES LIMITED (11/8/77)
	*	STURDY MINES LIMITED (6/16/77)
	*	SUBEO LIMITED (9/4/74)
		SUDBURY ANGORA CO-OPERATIVE INC. (12/6/79)
	*	SUDNOR MINING COMPANY LIMITED (8/8/75)
	*	SUN BEAR MINES LIMITED (9/19/74)
	*	SUPERIOR ACID & CHEMICAL LIMITED (9/6/74)
RI		SUPERIOR ELECTRONICS INDUSTRIES LTD. (10/5/79)
	*	SUPERSTAR PETROLEUMS LTD. (10/15/74)
	*	SURGE MINES LIMITED (4/25/75)
RI		SWANSEA GOLD MINES INC. (9/30/82)
	*	SWEEPCO INDUSTRIES INC. (11/30/77)
RI		SYCON ENERGY CORPORATION (1/28/82)
RI		SYMBIONICS SYSTEMS LIMITED (12/6/71)
	*	SYSTEMS AIR CORPORATION LIMITED (8/29/73)
	*	TABOR LAKE GOLD MINES LIMITED (6/12/75)

	*	TARTAN LAKE GOLD MINES LIMITED (8/30/76)
		TECHNICAL RESOURCES INC. (6/7/74)
RI		TECHNISCAN SYSTEMS LIMITED (1/10/77)
RI		TECKORA MINES LIMITED (4/6/81)
	*	TECO MINES AND OILS LIMITED (12/20/74)
RI		TEDDY BEAR VALLEY MINES LIMITED (12/15/76)
	*	TERN LAKE MINES LIMITED (8/9/72)
	*	TERRA RICHE MINES LIMITED (11/22/71)
	*	TERREX MINING COMPANY LIMITED (2/11/74)
RI		TEXORE MINES LIMITED (6/2/77)
RI		THRESHOLD (9/30/82)
RI		THUNDERHEAD GOLD MINES LIMITED (7/30/75)
	*	TIPUANI GOLD MINES LIMITED (1/27/75)
RI		TITAN IRON MINES LIMITED (12/13/76)
	*	TITUS MINING AND EXPLORATIONS LIMITED (8/15/74)
RI		TOMROSE MINES LIMITED (7/6/77)
RI		TORMONT MINES LIMITED (8/9/72)
		TORRINGTON DISTRIBUTORS INC. (2/12/82)
	*	TRANS-AMERICAN MINING CORPORATION LIMITED (10/26/76)
		TRANSACTOR CORPORATION (16/12/81)
	*	TRANSCONA EXPLORATIONS LIMITED (8/1/72)
	*	TRANSGLOBAL FINANCIAL SERVICES LIMITED (7/12/73)
RI		TRAVCOM INC. (5/8/78)
	*	TRENTON GAS AND OIL LIMITED (1/5/76)
	*	TRESBOR LARDER MINES LIMITED (12/17/74)
RI	*	TRI-BRIDGE CONSOLIDATED GOLD MINES LIMITED (4/6/81)
RI		TRIHOPES RESOURCES LIMITED (6/5/72)
	*	TRILLER METALS & HOLDINGS LIMITED (4/9/75)
	*	TRIMAR HOLDINGS AND EXPLORATIONS LTD., THE (4/9/75)
	#	TWENTIETH CENTURY EXPLORATIONS INC. (7/14/77) (now MINEFINDERS CORPORATION LIMITED)
	*	UNITED AUTOMATIC VENDING LIMITED (3/1/74)
RI		UNITED DUVEX OILS & MINES LIMITED (7/12/78)
RI	#	UNIVERSAL EXPLORATIONS (81) LIMITED (11/2/81)
RI		UNIVERSAL SECTIONS LIMITED (9/1/81)
		UPPER CANADA INVESTMENTS LIMITED (10/30/75)
	*	URANIUM RIDGE MINES LIMITED (7/23/76)
RI		UTAH LARDER GOLD MINES LIMITED (7/16/74)
	*	UTOPIA MINING AND HOLDING CORPORATION LTD. (4/9/75)
RI		VAL NOR EXPLORATION LIMITED (11/14/78)
RI		VALLEE LITHIUM MINING CORPORATION LIMITED (1/5/76)
	*	VALRAY EXPLORATIONS LIMITED (4/10/75)
	*	VANDOO CONSOLIDATED EXPLORATIONS LIMITED (8/29/75)
	*	VANESSA URANIUM MINES LIMITED (4/9/75)
RI		VANGUARD FUND (10/4/79)
	*	VENCAP INVESTMENTS LIMITED (11/6/75)
RI		VENUS MINES LTD. (5/26/72)
	*	VERMONT MINES LIMITED (1/15/76)
	*	VIANOR MALARTIC MINES LIMITED (8/23/76)
	*	VICTORIA ALGOMA MINERALS COMPANY LIMITED (3/29/72)

RI		VICTORIA MANOR LIMITED (2/19/76)
		VILLAGER SHOE SHOPPES (CANADA) LTD., THE (7/27/77)
RI		VILLE MARIE EXPLORATION LIMITED (10/27/80)
	*	VILLEMAQUE GOLD MINES LIMITED (12/9/75)
	*	VIMY GOLD MINES LIMITED (9/23/74)
	*	VISCOUNT PETROLEUMS LIMITED (5/27/74)
	*	VOLCANIC MINES LIMITED (2/13/73)
		W. J. BUTTERMAN AND ASSOCIATES; W. J. BUTTERMAN (3/24/82)
		W. J. PELLIZZON INVESTMENTS INC. (5/12/81)
	*	WAKEHAM BAY MINES LIMITED (9/20/76)
RI		WARDEAN DRILLING CO. LIMITED (8/26/80)
RI		WARWICK UNIVERSAL LIMITED (6/12/78)
RI		WAYFAIR EXPLORATIONS LIMITED (12/8/77)
	*	WEE-GEE URANIUM MINES LTD. (12/6/71)
RI		WERNER LAKE NICKEL MINES LIMITED (10/3/72)
	*	WESLEY MINES LIMITED (10/10/72)
		WESTERN ALLENBEE OIL & GAS COMPANY LIMITED (6/29/78)
		WESTERN ONTARIO CREDIT CORPORATION LIMITED (5/14/74)
		WESTERN PACIFIC GOLD AND SILVER EXCHANGE (12/17/74)
	*	WESTERN TIN MINES LIMITED (10/3/72)
	*	WESTWIND EXPLORATIONS LIMITED (3/8/76)
	*	WHITE BRIDGE MINES LIMITED (2/11/72)
RI		WHITE-GUYATT MINING COMPANY LTD. (2/19/76)
		WHITEROCK INDUSTRIES LIMITED (4/12/78)
RI		WILSHIRE OIL COMPANY OF TEXAS (10/20/77)
	*	WILSON RED LAKE GOLD MINES LIMITED (8/4/72)
	*	WINCHESTER EXPLORATION LIMITED (1/27/76)
RI		WINDSOR COURT INVESTMENTS (6/27/80)
RI		WOODVILLE MINES LIMITED (1/18/79)
		XANTREX MANAGEMENT CORPORATION (12/24/74)
	*	YELLOWKNIFE BASE METALS LIMITED (8/1/72)
RI		YORK LAMBTON INC. (1/2/82)
RI		YORK MASONIC TEMPLE LIMITED (6/28/82)
RI		YOUNG-SHANNON GOLD MINES LIMITED (7/18/77)
		YUKON WOLVERINE MINING COMPANY (8/14/69)
RI	#	ZENMAC EXPLORATIONS LIMITED (9/15/82)
RI		ZULAPA MINING CORPORATION LIMITED (3/9/76)
	*	ZURICH EXPLORATIONS LIMITED (4/9/75)

S.123
RESCINDING ORDERS

AUDAX GAS & OIL LTD.

The case trading order dated July 12, 1982, and continued July 26, 1982 was rescinded October 7, 1982, the company being now up-to-date with its filings.

BLACK CLIFF MINES LIMITED

The cease trading order dated May 27, 1982, and continued June 10, 1982, was rescinded October 7, 1982, the company being now up-to-date with its filings.

TEMPORARY CEASE TRADING ORDERS

GEOLEX RESOURCES LTD.
MINING GEOPHYSICS COMPANY LIMITED
NEW CAYZOR ATHABASCA MINES LIMITED

Temporary cease trading order issued October 1, 1982, with respect to each company for failure to make statutory filings. Statutory hearings October 15, 1982 at 10.00 a.m.

"MOTHER LODE"
PILLAR PETROLEUMS LTD.
RESOLUTE PETROLEUMS LIMITED

Temporary cease trading order issued October 6, 1982, with respect to each company for failure to make statutory filings. Statutory hearings October 20, 1982 at 10.00 a.m.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF GENERAL GAS AND OIL COMPANY
LIMITED

ORDER
(Section 123)

UPON having issued a Temporary Order on September 23, 1982 pursuant to s. 123 of the Securities Act, R.S.O. 1980, c. 466, that all trading in securities of GENERAL GAS AND OIL COMPANY LIMITED should cease for a period of fifteen days pending clarification of the values of assets recently acquired;

AND UPON reading the consent of counsel to GENERAL GAS AND OIL COMPANY LIMITED that the hearing required by s. 123 of that Act be adjourned sine die and that the Temporary Order remain in effect;

IT IS ORDERED pursuant to the provisions of s. 123 of that Act that the said Temporary Order be and the same is hereby continued and remains in full force and effect, and the hearing is hereby adjourned sine die not to be brought forward on less than five business days prior notice.

6th October, 1982

"Henry J. Knowles"

"E. S. Miles"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF SQUALL LAKE GOLD MINES LTD.
(a.k.a. McCafferty Lake Explorations Inc.),
LLOYD KEEN SMITH AND JAMES DEAN SMITH

TEMPORARY ORDER
(Section 123(3))

UPON the Ontario Securities Commission (the "Commission"), on the 24th day of August, 1981, having made a Temporary Order pursuant to section 123(3) of the Securities Act, R.S.O. 1980, c. 466, that all trading in the securities of Squall Lake Gold Mines Ltd. and McCafferty Lake Explorations Inc. should cease for a period of fifteen days, which Temporary Order has been extended and shall expire on September 30, 1982, unless extended, varied or rescinded;

AND UPON the Commission not having received satisfactory information to date;

AND UPON the Commission being of the opinion that the making of this order is in the public interest;

IT IS ORDERED that the said Temporary Order be and is extended and shall expire on November 30, 1982, unless extended, varied or rescinded.

7th September, 1982

"Henry J. Knowles"

"E. S. Miles"

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

- | | |
|------|---|
| "B" | - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding. |
| "D" | - Director of principal reporting issuer. |
| "DI" | - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |
| "K" | - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer. |
| "S" | - Senior Officer of principal reporting issuer. |
| "SI" | - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |

NATURE OF OWNERSHIP

- | | |
|-----------|---|
| No Symbol | - Securities are beneficially owned directly. |
| Symbol #1 | - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity. |

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, Matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AGRA INDUSTRIES LIMITED	Common	F Dennis McCarthy Indirect Holding	Sep/82 Sep/82	1 12000	12000	1200 12000
ALCAN ALUMINUM LIMITED	Common	Roy Allan Gentles Wife	Sep/82 Sep/82	1	3000 1000	470 500
ALLIED CORPORATION	Common	Alan Belzer	Sep/82		1000	2000
AMERICAN EAGLE PETROLEUM LTD	Common	Roxboro Investments (1976) Ltd Amended Bel-Fran Investments Ltd, Bel-Can Holdings Ltd and Bel-Alta Holdings Ltd	Apr/82	E1 2931921		2945180
AMERICAN EXPRESS COMPANY	Common	Myron Du Bain	Sep/82 Sep/82	G	1000 5500	2902
ANDRES WINES LTD	Warrants	Robert L Genillard	Sep/82		5	---
	Class A	Carlisle Norwood	Sep/82	300		3100
	Class B	Carlisle Norwood	---			1400
ANSIL RESOURCES LTD.	Common	Howard L Banting Amended	Sep/82	1300		2500
ASAMERA INC	Common	Asamera Inc Amended	Aug/82 Aug/82 Sep/82 Sep/82	18000 R 14000 R	18000	---
					14000	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATCO LTD	Class II Common	Kingsley Bernard Purdie	DS Jun/82		1000	1000
	Class I Common	Kingsley Bernard Purdie Amended	DS Jun/82 Aug/82 Sep/82		2000 1000 1000	

AUBET RESOURCES INC	Common	Gilbert A Freeman Share Plan	DS Sep/82 --		11600	435
				I		---
		Gehard P. Kiefer Share Plan	DS Sep/82 --		24000	834
				I		---
		Samuel L Helfenbaum	DS Sep/82	M		10000
BANK OF BRITISH COLUMBIA	Common	John A Honsberger	D Sep/82	M	2500	5000
		Ian Albert MacNaughtan	DS I R			5000
		John Arthur Pollock	DS I R			40000
		Resource Management and Financial Consultants Ltd	B Sep/82	M	2500	90000
		Leonard E Wilson	B Sep/82	M	10000	221424
	Common	David Edwin McGeachan	DS Sep/82		600	2000
		Trevor William Pilley	DS Aug/82		84	3000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BAVARD RESOURCES LIMITED	Common	Gordon Mathew Magrill and Leonard Rosenberg Amended B	I R			100000
			Dec/80		50000	
			Jan/81		50000	---
BBC REALTY INVESTORS	Preferred	Gordon Mathew Magrill and Leonard Roseberg Amended	I R			500000
BEAVER ENERGY RESOURCES INC	Units	Robert Horne Lee Amended S	Jul/82	400		800
BLAKE RESOURCES LTD	Common	Gerald Richard Hillsdon Amended Hillsdon Investments Limited DSB	Feb/82	312500		
			Jun/82	1		
			Jul/82	1	200000	762500
BRALORNE RESOURCES LIMITED	Common	R C Brown Simcoe Resources Ltd Medcom Resources Ltd D	Sep/82	1	2000	244685
			--	1		336776
			Sep/82		2000	55200
			--	1		909424
BRITISH COLUMBIA TELEPHONE COMPANY	Short Term Notes	Robert Derrick Niven	Sep/82	5000		50000
BRITISH COLUMBIA TELEPHONE COMPANY	Short Term Notes	John L Kemmerer D Investment Authority	Sep/82	9000		30000
			--	1		333439
BRITISH COLUMBIA TELEPHONE COMPANY	Short Term Notes	William Thomas Brown RRSP D	Sep/82	1	\$244000	
			Sep/82	1	\$240000	\$244000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BUDD CANADA INC	Common	Hugh W Sloan, Jr Indirect Holding	DS Sep/82 1	100		200
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Common	Alain Francois Jacques deGunzberg A Trustee of Trusts	D I R 1			1055000
CAE INDUSTRIES LTD	Common	Frederick C Fraser Wife	S Sep/82 Sep/82 1		2000 300	9818 3650
CAMPEAU CORPORATION	Common	Douglas A Beggs Amended Stock Purchase Plan	S Aug/82 1	3232		77345
CANADIAN FOREMOST LTD	Common	William Bruce Nodwell	D Sep/82		10000	106730
CANADIAN PACIFIC ENTERPRISES LIMITED	Common	Robert J A Fricker	SI Aug/82		1000	111
CANADIAN TIRE CORPORATION LTD	Class A Common	John F Crowley	S Sep/82	1370		4788
		Steve J Bochen In Trust RRSP	S -- Sep/82 1 -- 1			799 5246 770
		Spousal RRSP	-- 1			543
CANADIAN UTILITIES LIMITED	Common	Harry Norman Bottomley	S Sep/82 V	340		680
		A John L Fisher	DS Sep/82 V	1368		2728
		Nu-West Group Limited	B Sep/82 V	4450000		8900000
	Preferred C	Nu-West Group Limited	B Sep/82		3000	4000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANUSA ENERGY LTD	Common	John J Fleming	I R Aug/82 E	1350921		95500 1446421
CARMA LTD	Common	Stephen A McConnell	S Sep/82		1000	2000
CCL INDUSTRIES INC	Common	John Kenneth Irvine 452895 Ontario Limited	DS Sep/82 I		27000	207000
CELANESE CANADA INC	Common	Pierre Cote	D Sep/82	666		15536
		George A Wrixon	S Aug/82	134		938
COHO RESOURCES LIMITED	Series A 2nd Preferred	Leonard Thomas Lambert	DISI Sep/82 E	2574		2574
	Option	Audrey Anne McKinney	S I R			5000
	Series A 2nd Preferred	241282 Alberta Ltd	B Sep/82 E	10295		10295
	Warrants	241282 Alberta Ltd	B Sep/82	134444		2299320
	Series A 2nd Preferred	Kenneth F Campbell Children Campco International Capital Ltd Shauntan Holdings Ltd	DSB Sep/82 I Sep/82 I Sep/82 I	78 52423 978		78 52423 978
		Edmonton Inter- national Industries Ltd	B Sep/82 E	61774		61/44
		Bernard Lewis Lambert	DISI Sep/82 E	10295		10295

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COHO RESOURCES LIMITED (Continued)	Series A 2nd Preferred	Kenneth Henry DSDISI Lambert	1 Sep/82	2348		3013
		Lambert Management Ltd	Sep/82 E1	665		
COLOR YOUR WORLD INC		Kernwood Limited	B Sep/82	2800		448700
COMAPLEX RESOURCES INTERNATIONAL LTD	Common	R James Balfour Indirect Holdings	D Aug/82 --	1750		5875 124187
		George F Fink DS	--			402150
		Ursen Developments Ltd	Sep/82	1 6500		48425
COMINCO LTD	Common	John Giovanetto	S Feb/82	30		248
CONSOLIDATED BATHURST INC	Class A	Pierre Arbour	D Sep/82		1000	3000
CONSOLIDATED IMPERIAL RESOURCES LIMITED	Common	Alfred Joseph Skiber Diablo Oil & Gas Ltd	D Sep/82	1	350000	400000
CONTINENTAL GROUP INC, THE	Common	George K Landon, Jr	S Sep/82		600	153
CONWEST EXPLORATION COMPANY LIMITED	Class A	Harley Norman Hotchkiss Amended	D I R			10000
	Class B	Harley Norman Hotchkiss Amended	I R			386/0
		Stanley Lawrence Koroluk	S I R			2000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CORRIDA OILS LTD	Common	Raymond Gordon Gould S	Sep/82	25000		25000
COSEKA RESOURCES LIMITED	Common	Bramalea Limited B	Sep/82	121420		5336329
CURRIE ROSE RESOURCES INC	Common	Robert C McLellan D	Aug/82		8500	60000
DART & KRAFT INC	Common	J Bruce Harreld S	I R			----
DATALINE INC	Common	Ralph G Van Dusen S RRSP	Sep/82 Sep/82		900 50	183 ----
DOME PETROLEUM LIMITED	Common	Robert R Andrews S	Sep/82		5000	137060
DOME RESOURCES LIMITED	Class A Pfd	Andrew H Younger SI	Sep/82		400	----
DYLEX LIMITED	Class A	Irving Levine S Pergajay Investments	Sep/82 ---		10000	1658 1046
		Lionel Robins S	Sep/82		10000	25534
EAST SULLIVAN MINES LIMITED	Common	Gendron Beauchemin D Societe de Gestion Courcelette	I R Q1 I R I			1 39846
EDOMAR RESOURCES INC	Common	Dorothy E Forlong DS	Sep/82	1000		43500
		Marion F Puddy D	Sep/82	3000		146500
FATHOM OCEANOLOGY LIMITED	Common	Cleaver B Symons D	I R Jun/82		8000	42308 34308
FCA INTERNATIONAL LTD	Common	Bernard Ralph Noble D	Aug/82 Sep/82		25000 25000	125904

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FIRST AMERICAN RESOURCES LTD	Common	Energex Oil & Gas Corporation	B Apr/82 Sep/82 M	42500	15000	42500
	Preference	Energex Oil & Gas Corporation	B Sep/82 M		250000	---
	Warrants	Energex Oil & Gas Corporation	B Sep/82 M		200000	---
	Common	498607 Ontario Inc	B Sep/82 M Apr/82	42500	358500	42500
FLINT ROCK MINES LIMITED	Preference	498607 Ontario Inc	B Sep/82 M	250000		500000
	Warrants	498607 Ontario Inc	B Sep/82 M	100000		300000
	Common	Ruby G Lewis Lemu Investments Limited	D Aug/82 X -- I	50000		374124 124237
	Common	F Warren Hurst	DI I R			6735
GENERAL AMERICAN OIL COMPANY	Common	John A Gilliland	D Mar/82 Mar/82 T	250 30		1109
	Common	William Pinckney Barnes Executor	DS Sep/82 T -- I	80		2773 1907
GENERAL AMERICAN OIL COMPANY OF TEXAS		James W Goss Stock Option and Incentive Plan	DS Sep/82 T Sep/82 TI	37 80		1301 2773
		Fred C Higginbotham Stock Option and Incentive Plan	S Sep/82 I	80		2773

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL AMERICAN OIL COMPANY OF TEXAS (Continued)		Robert Malcolm Swesnik	Sep/82 T	48		1643
		Stock Option and Incentive Plan	Sep/82 TI	80		2773
GENERAL GAS AND OIL COMPANY LIMITED	Common	James A Price	I R			100000
		Matinee Financial Services Limited	I R	I		27915
	Options	James A Price	I R			200000
GENERAL MOTORS CORPORATION	Common	Roger B Smith	Sep/82		1100	11487
		Savings-Stock Purchase Plan	--	I		8028
		Other Indirect	--	I		3960
GENSTAR CORPORATION	Common	J Harold Deason	Sep/82		1500	---
GOWGANDA RESOURCES INC	Common	Knstantin K Weigand	Sep/82		11000	114000
GREAT PACIFIC INDUSTRIES INC	Common	James Allen Pattison				
		Jim Pattison				
		Investments Ltd	Sep/82 I	3800		2985300
GULF CANADA LIMITED	Common	Michael Bregazzi	Sep/82		217	---
HCI HOLDINGS LTD	Debenture	Matthew Baasenbeek	I R			\$4000
HIRAM WALKER RESOURCES LTD	Common	Robert St Clair	Sep/82		400	---
		Hurlbut				
HUSKY OIL LTD	Common	Walter George Brantz				
		Wife	Aug/82 I	700		1550
		Edmond Arthur Lemieux	I R			---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
IMPERIAL OIL LIMITED	Class B Common	Douglas Harry MacAllan Savings Plan	S Sep/82 -- 1	33		535 2096
		George Alexander Rogers Savings Plan	S Sep/82 -- 1	7		98 581
		Peter Stauff Savings Plan	S Sep/82 -- 1	19		102 1410
		Raymond Frank Alexander Wilkinson Savings Plan	DI Sep/82 -- 1	8		59 646
		Gordon James Willmon Savings Plan	DI Sep/82 -- 1	24		645 1266
		W E Beacom Savings Plan	S Sep/82	4		352
		John Edward Burns Savings Plan	DI Sep/82 1	27		133
		Morley Glenn Handford Savings Plan	S Sep/82 1	140		1039
		James George Livingstone Savings Plan	DS Sep/82 Sep/82 1	103 57		7886 4400
		Donald K McIvor Savings Plan	D Sep/82 Sep/82 TI	57 10		4395 773

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED (Continued)	Common A	Robert Walter Luba	Sep/82	X		893
		Share Option Plan	Sep/82	X		14782
		Share Purchase Plan	--	1		500
JOHNSON & JOHNSON	Common	John F Ronald	Sep/82		600	600
		RRSP	--	1		666
		Share Purchase Plan	--	1		500
		Share Option Plan	--	1		1800
JOREX LIMITED	Common	David E Collins	I R			9196
LACANA MINING CORPORATION	Common	James H Slater	Sep/82	E	210000	1066500
LAIDLAW TRANSPORTATION LIMITED	Class "A"	E C Thompson	Sep/82		2000	27800
LAURENTIDE FINANCIAL CORPORATION LTD	Preferred	Laurence John Needler				
		Fairway Heights Invest. Ltd	Sep/82	1	2400	196980
MacMILLAN BLOEDEL LIMITED	Common	National Bank of Canada	Aug/82	E	604	2892327
		Otto Lionel Forgacs	--			1350
		RRSP	Apr/82	1	350	---
		Wood Gundy Ltd	Apr/82	1	500	---
JOHN SIMPSON ROGERS	Common	Share Purchase Plan	Apr/82	1	550	---
		Wife	--	1		50
Adam Hartley Zimmerman RRSP	DISI	John Simpson Rogers	Sep/82	T	3	2221
JOHN LABATT LIMITED (Continued)	Common A	Adam Hartley	Jul/82	M		---
		Zimmerman	Jul/82	MI	502	---
		RRSP	Jul/82	TI	10	1012

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNATIONAL BUSINESS MACHINES CORPORATION	Capital	Allen J Krowe Indirect Holding	--			8464
			Jun/82 1 Jul/82 G	2		---
IU INTERNATIONAL CORPORATION	Common	John Joseph Terry Dividend Reinvestment Plan	--			1547
			Aug/82 1		166	849
IVACO INC	Class A	Edward J Buell	Aug/82 E	106666		
			Aug/82 T	11885		118551
	Class B	Edward J Ruell	Aug/82 E		106666	---
	Class A	John D Loveridge	Jul/82 E Aug/82 T	8900 1068		9968
JANNOCK LIMITED	Class B	John D Loveridge	Jul/82 E		8900	---
	Class A	Ernest L Wilson	Jun/82 E	7080		
			Aug/82 T	993		
			Aug/82 E	1200		9273
JOHN LABATT LIMITED	Class B	Ernest L Wilson	Jun/82 E Aug/82 E		7080 1200	---
	Common	Donald Gilpin Willmot				
	Common A	Douglass G McDougall	Sep/82 1		170000	230000
			Sep/82 X Sep/82 Sep/82 1 --	750 2000 1		450 2000 290

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MAGNETICS INTERNATIONAL LTD	Common	Magnetics International Ltd	Sep/82 Sep/82 R	42500	42500	---
MANNVILLE OIL & GAS LTD	Common	Roy Daniel Widney	D Aug/82	100		720424
MAREAST EXPLORATIONS LIMITED	Common	Brian P McDonough	DS Sep/82 Sep/82	10000	10000	---
MCDONALD'S CORPORATION	Common	Noel Kaplan	S Sep/82 X	590		590
		Luigi Salvaneschi	S Sep/82 V	816		3266
		Wife	Sep/82 V1	816		3266
		Custodian	Sep/82 V1	373		1492
		Seymour Greenman	S Sep/82 V	1262		3786
		Gerald Newman	S Sep/82 V	500		1500
		Custodian	Sep/82 V1	52		157
		Stock Sharing Plan	Sep/82 V1	70		208
		Steven Joseph Barnes	S Sep/82 V	4000		12000
		Wife	Sep/82 V1	1001		3004
MERCANTILE BANK OF CANADA, THE	Common	Bernard J Goyette	S Sep/82		3500	3500
MERLAND EXPLORATIONS LIMITED	Common	Allan P Markin	D Jun/82 Aug/82		3859	
		Amended	D Aug/82 M	2800		654
		Trust	Aug/82 M1	560	219	---
METALORE RESOURCES LTD	Common	George William Chilian	DSB Jul/82 Sep/82	500 800		236350

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
METALORE RESOURCES LTD (Continued)	Common	Southern Ontario Natural Gas Limited Trustee	Jul/82	1		
			Sep/82	1		188388
			--	1		22500
MITEL CORPORATION	Common	Ralph Bennett Amended Held Jointly Inotel Management	--			734
			--			16000
			Aug/82	1	5000	2800
MOLSON COMPANIES LIMITED, THE	Class A Common	Donald G Willmot Willcrest Limited	--			892
			Sep/82	1	25000	100000
MUNICIPAL FINANCIAL CORPORATION	Common	Norman Meredith Seagram	Sep/82	X	5000	25
			Sep/82			
			Sep/82			
MUSCOCHO EXPLORATIONS LIMITED	Common	Lawrence R Sinclair	Sep/82		1300	10031
NATIONAL RESOURCE EXPLORATION PROGRAM - 1980	Units	Maxwell L Rotstein DSB DISI Municipal Bankers Corporation (1931) Ltd	--			127
			Sep/82			
			Sep/82	400		934174
NATIONAL RESOURCE EXPLORATION PROGRAM - 1981	Units	John McAdam	Feb/82		3000	
			Sep/82		8000	203445
NORANDA MINES LIMITED	Common	Donald B Rix DI	I R			5
NORANDA MINES LIMITED	Common	Donald B Rix DI	I R			1
NORANDA MINES LIMITED	Common	Adam Hartley Zimmerman Trust Other Indirect	Sep/82	281		22063
			Sep/82	T1		451
			--	1		22956

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NU-WEST GROUP LIMITED (Continued)	Series A Preferred	Nu-West Group Limited	Sep/82	1000	1000	---
			Sep/82 R			
	Series B Preferred	Nu-West Group Limited	Sep/82	2000	2000	---
			Sep/82 R			
	Series C Preferred	Nu-West Group Limited	Sep/82	2900	2900	---
			Sep/82 R			
NUFORT RESOURCES INC	Series E Debentures	Nu-West Group Limited	Sep/82	\$50000	\$50000	---
			Sep/82 R			
	Class C	Garnet K Wells	Sep/82		6600	21237
NUMAC OIL & GAS LTD	Common	Kenneth N Orpwood* Wife	Sep/82	1500		5833
			--			---
OCCIDENTAL PETROLEUM CORPORATION	Common	C R S Montgomery	Sep/82		1000	3/90
		C E C Investments Ltd	Sep/82		1500	48500
		Armand Hammer Thrift Plan Trust	May/82 1982	25000 4535		1087663 39353
		Spencer Flournoy Thrift Plan	--			8581
			Aug/82		1800	---
			--			3394
		Charles J Waidelich	I R			---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
OFFSET OIL & GAS RESOURCES LTD	Common	Victor Harry Perry	D I R			---
OPAWICA EXPLORATIONS INC	Common	Neil A Straus	DS I R			I
PAN CANA RESOURCES LTD	Class A Common	Brian Patrick O'Leary Wife	D Aug/82 Aug/82 I		2150 1500	---
	Class B Common	Brian Patrick O'Leary	D Aug/82		2000	---
	Class A Common	David Carlton Jones Spouse	D Aug/82 I		2800	---
	Class B Common	David Carlton Jones Spouse	D Aug/82 I		3500	---
PCL INDUSTRIES LIMITED	Common	Commercial Financial Corporation Limited	B Sep/82 Oct/82	82237 37500		672397 709897
	Class A Preference	Commercial Financial Corporation Limited	B Oct/82 E	161579		161579
	Class B Preference	Commercial Financial Corporation Limited	B Oct/82 E Oct/82 E	30000	30000	---
	Series C Preference	Commercial Financial Corporation Limited	B Sep/82 E	131579		131579
	Class C Preference	Commercial Financial Corporation Limited	B Sep/82 E		131579	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PEGASUS GOLD LTD	Common	Hobart Teneff	DS I R			457718
		Janice Duval	D I R			500
		Donald M Duncan	S I R			---
PETRO-SUN INTERNATIONAL INC	Common	Magnetics International Ltd	B Sep/82	400		1277916
PHILLIPS PETROLEUM COMPANY	Common	E Douglas Kenna Amended Trust and Keough Plan Dividend Reinvestment Plan	S Jul/82 -- --		1000	15/0 1315 1321
POLYCOM SYSTEMS LIMITED	Common	P David Needham	DS Sep/82	3000		6000
PRAIRIE OIL ROYALTIES COMPANY, LTD	Common	David M Tyerman Tyerman Holdings Limited	DS Sep/82	500		1000
RANCHMEN'S RESOURCES (1976) LTD	Class A Non-Voting	Walter Eugene Scott Indirect Holding	D Aug/82 Aug/82 E1		1500 244959	5000
	Class B Non-Voting	Walter Eugene Scott Indirect Holding	D Aug/82 Aug/82 E1	1500 244954		1500 244954
	Class B Warrants	Walter Eugene Scott Indirect Holding	D Aug/82 Aug/82 E1	150 24495		150 24495
REVELSTOKE COMPANIES LTD	Common	Lionel E Dobson Nominee Montreal Trust Co	S -- Jul/82			9679 3017
		Neil E Fraser Nominee Montreal Trust Co	S -- Jul/82			3000 1734

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REVELSTOKE COMPANIES LTD (Continued)	Common	Ted W Hanson Nominee Montreal Trust Co	-- Jul/82	I		4000 4477
RIO ALTA EXPLORATION LIMITED	Common	John Corbett Anderson	Sep/82	5000		6000
ROYAL BANK OF CANADA, THE	Common	Robert F Gulliford Associates	Sep/82 Sep/82 Sep/82	900 I	450 350	900 300
ROYAL TRUSTCO LIMITED	Common	Henry Collingwood	Aug/82 Sep/82		900 1100	6000
SEAQUEST ENERGY LTD	Class A Common	Kenneth Alan White Indirect Holding	Sep/82 --	I	600	2400 253
	Common	Ludovic W Philippot Algertex Industries Ltd	Sep/82 Sep/82	1000 9300		30340 11350
	Warrants	Ludovic W Philippot	Sep/82		930	---
	Debenture due June 30/82	Ludovic W Philippot	Sep/82	R	\$31000	---
SHADOWFAX RESOURCES LTD	Option	Elliott Bruce Rosenberg	Sep/82		6500	53500
SHELL OIL COMPANY	Common	Robert H Nanz	Sep/82		5200	---
SHERBEE GLEN LIMITED PARTNERSHIP	Units	Shelter Corporation of Canada Limited	I R			74
SILVER EUREKA CORPORATION	Common	Norman Leslie Winton	Sep/82	914		12714
SILVER PACK RESOURCES LIMITED	Common	Derek Kent Pearl	I R			13000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SKLAR MANUFACTURING LIMITED	Common	Louis Sklar Amended RRSP	Sep/82	X		41049
			--	I		111601
		Joseph Sklar RRSP	Sep/82			41348
			--	I		110905
		Samuel Sklar Amended RRSP	Sep/82			41348
			--	I		105705
SONOR INVESTMENTS LIMITED	9% Second Preferred	Michael Ryerson Gardiner	Sep/82	R	1000	27780
		Judith Anne Broadbent	Sep/82	R	1000	31780
		Christine Louise Blakely	Sep/82	R	1000	27053
SPAR AEROSPACE LIMITED	Common	George J Aubrey Amended	Aug/82		400	13680
		Philip A Lapp RRSP Spouse's RRSP	--			1456
			Aug/82	I	1500	2800
			Aug/82	I	228	500
STANDARD INDUSTRIES LTD	Class A	Richard Michael Cooper Trust	Sep/82	I	833	46500
			I R			2500
STANDARD OIL COMPANY (INDIANA)	Common	Richard M Morrow Joint tenancy with wife	Sep/82	F	4055	25800
			--			1255

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
STRATHCONA RESOURCE INDUSTRIES LIMITED	Common	John Weatherall Klondike and Le Moyné Investments Ltd Wife	--			7977
SULPETRO LIMITED	Class B Common	Rolf A Merton	Sep/82	11500		264500
			--	1		50000
TERRA MINES LTD	Common	Murray W Dorin Spouse	Sep/82		9000	669377
		I R	I			400
TEXAS INTERNATIONAL COMPANY		Peter Hilton Cheesbrough Indirect Holding	Sep/82	1000		2092
			--	1		840
		Charles M Reime	I R			---
		Joseph J Romano	I R			---
THOMSON NEWSPAPERS LIMITED	Class A Convertible	John S Dewar	Sep/82		2000	1000
TORONTO-DOMINION BANK, THE	Common	John S Dewar	Sep/82		24	1000
TRANS MOUNTAIN PIPE LINE COMPANY LTD	Common	National Hees Enterprises Limited	I R			1476000
TRANSALTA UTILITIES CORPORATION	12.5% 1st Preferred	Nu-West Group Limited	Sep/82	6500		6500
TRIMAC LIMITED	Common	John Robert McCaig McDevco Holding	Sep/82	1	19000	5298110

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRIMAC LIMITED (Continued)	Common	Donald K Jackson Indirect Holding	Sep/82 --	1	10000	290383 161900
		Walter W Ebel	Sep/82	35000		50590
TRIZEC CORPORATION	Common	Kenner C Ames	S Aug/82 Aug/82	12480		3000
		Nominee			12480	
		Montreal Trust Co	--	1		50000
		Carena Properties Holdings Inc				
UNITED CANSO OIL & GAS LTD	Common	Carena Properties Inc	Sep/82	1	130220	15249330
		John Duby	Sep/82		11470	124240
		Eng. Project Management	Sep/82	1	1100	---
		Telarctic Elect	Sep/82	1	1000	---
VS SERVICES LTD	Common	Jennifer Mary Sturgess	Aug/82	400		400
		Phillip J Porter	Sep/82		6000	20000
WESTBURN INTERNATIONAL INDUSTRIES LTD	Common	John Leslie Watson Amended Spousal RRSP	I R I R	1		106700 3000
		John Leslie Watson	I R			28900
WHIM CREEK CONSOLIDATED	Common	Northgate Exploration Limited	Sep/82 Sep/82	3000000	3000000	4666666
		Sauder Industries Limited	Sep/82	16000		2445050

REPORT UNDER SECTION 113 OF THE ACT

NAME OF MANAGEMENT COMPANY: INVESTORS SECURITIES MANAGEMENT LIMITED

<u>Seller</u>	<u>Purchaser</u>	<u>Date of Transaction</u>	<u>Nature of Transaction</u>
MD Management Ltd.	R. P. Bannerman	Aug. 13, 1982	\$4.78 Class A Shares
"	"	Aug. 20, 1982	5.23 " " "
"	C. J. Coady	Aug. 27, 1982	18.62 " " "

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sept. 17, 1982		Simpsons-Sears Limited - Evidence of Indeptedness	-	\$12,401,066.95
Sept. 15, 1982		Canadian Imperial Bank of Commerce - Evidence of Indeptedness	-	26,735,876.00
Sept. 30, 1982	New Venture Equities Ltd.	CTG Inc. - Common	8.00	62,500 shrs.
"	Eckhart Mehler	"	8.00	25,000
"	Katherine Morrison	"	8.00	25,000
"	R. Jack Lawrence	"	8.00	25,000
"	Confederation Life Insurance Company	"	8.00	37,500
"	Arthur G. Simpson	"	8.00	12,500
"	Gilbert Securities Limited	"	8.00	62,500
"	Dutch Canadian Investment Company	"	8.00	250,000
"	Russell J. Morrison	"	8.00	25,000
"	Melmart Holdings Ltd.	"	8.00	37,500
"	Interconnect Corporation	"	8.00	400,000
"	Trustees of Pension Fund of Hudson's Bay Mining & Smelting Limited	"	8.00	21,875
"		Casuarina Corporation Units	\$10,000.00	329 units

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sept. 29, 1982	Incorporated Investments Limited	Hayes-Dana Inc.- Common Shares	8.00	43,750 shrs.
Sept. 23, 1982	Wolfgang Kasserra	Royal Vista - Units	114,500.00	1 unit
"	Dr. Simon Ng	"	113,500.00	1 "
"	Robert V. Callahan	"	109,250.00	1 "
Oct. 4, 1982	Jim Mansfield	United Lands Corporation Limited Humber Place - Units	125,306.00	1 "
Sept. 29, 1982	Commercial Financial Corporation Limited	PCL Industries Limited - Common Shares	3.04	82,237 shrs.
"	"	PCL Industries Limited - \$0.27 Cumulative Redeemable Preference Shares	1.90	131,579 shrs.
Sept. 15, 1982	The Mutual Life Assurance Company of Canada	The Governing Board of the Selkirk General Hospital District No. 31 - 15.25% Non-Redeemable Sinking Fund Debentures to mature Oct.15, 1997	2,500,000.00	\$2,500,000.00
"	London Life Insurance Company	"	2,800,000.00	2,800,000.00
"	The Sinking Fund Trustees of the City of Winnipeg	"	1,000,000.00	1,000,000.00
"	Pension Fund for Employees of Consolidated Bathurst Inc. - a/c 901-170	"	1,000,000.00	1,000,000.00
"	Campbell Soup 5340-84 Retirement & Pension Plan	"	600,000.00	600,000.00
"	Kodak Canada Limited Pension Trust	"	300,000.00	300,000.00

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sept. 15, 1982	Honeywell Limited Salaried Employees Pension	The Governing Board of the Selkirk General Hospital District No. 31 - 15.25% Non-Redeemable Sinking Fund Debentures to mature Oct.15, 1997	500,000.00	500,000.00
"	Famous Players Limited Salaried Employees Retirement Plan	"	500,000.00	500,000.00
"	Hospital for Sick Children (Sceptre Agency)	"	500,000.00	500,000.00
"	Lakehead University Pension Plan 300	"	300,000.00	300,000.00
"	Avco Financial Service Fund #1	"	300,000.00	300,000.00
Sept. 30, 1982	Carl E. Bereiter	Pickering Apartments Realty Investments Limited Partnership Units	14,570.00	2 units
"	Raymond Burka & Jolanthe Burka Jointly	"	14,570.00	4 "
"	Jean R. Burnet	"	14,570.00	1 "
"	Karl Foerster	"	14,570.00	5 "
"	Frederico Friedberg	Pickering Apartments Realty Investments Limited Partnership Units	14,570.00	40 "
"	Dr. Leon Herman	"	14,570.00	2 "
"	Arthur Jefferies	"	14,570.00	2 "
"	Dr. Gary Mansfield	"	14,570.00	2 "
"	Paul S. Y. Ng	"	14,570.00	2 "
"	Helen Pogor	"	14,570.00	1 "
"	Basil Lindsay Tucker	"	14,570.00	1 "
"	Thomas P. S. Watts	"	14,570.00	1 "

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sept. 30, 1982	Max Zeifman	Pickering Apartments Realty Investments Limited Partnership Units	14,570.00	4 "
"	Patrick Wayne Hicks	"	14,570.00	2 "
"	Joseph K. McLaughlin	"	14,570.00	8 "
"	Israel S. Schon & Ronald C. Rutman Jointly	"	14,570.00	1 "

FORM 21 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
--	* Aug. 12, 1980	Corner Investment Syndicate	Camindex Mines Limited - Common	\$4.40	378,407 shrs.
Sept. 15, 1982	Jan. 23, 1978	Regal Finance Limited	Goldale Investments Ltd - Common Shares	4.45	200 "
"	"	"	"	4.50	300 "
Sept. 24, 1982	"	"	"	5.00	200 "
Aug. 8, 1982	June 15, 1982	Murray Bernard Koffler	PanCana Resources Ltd. - Class A	1.90	98,876 "
Sept. 24, 1982	June 9, 1980	Jorob Investments	Ulster Petroleum Ltd. - Common	5.00	900 "
Sept. 27, 1982	"	"	"	5.00	2,800 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Carnegie Mining Corporation Limited	Dickenson Mines Limited - Class "A"	61,128 shrs.
David Samuel Soloman	Crosscut Explorations Inc. - Common	350,000 "
The Counselling Foundation of Canada	Broulan Reef Mines Limited - Common	179,400 "
Edward S. Rogers	Rogers Cablesystems Inc. - Class A and Class B Shares	500,000 "

NEW ISSUE AND SECONDARY FINANCING

KEEZIC RESOURCES LIMITED

Final receipt issued October 1, 1982 for a prospectus dated September 30, 1982 offering 441,500 common shares at prices ranging from 30¢ to \$2.00. This is a secondary offering, none of the proceeds of which will accrue to the company.

Underwriters: Tom & Barnt Limited
Cadre Corporation

Promoters: Sherman Tough
Craig Arnott

Selling Shareholders: Cadre Corporation
Tom & Barnt Limited
Craig Arnott
Sherman Tough

LA SOCIETE EN COMMANDITE AIGUEBELLE 1982

Final receipt issued September 29, 1982 for a prospectus dated September 24, 1982 qualifying for sale in Ontario a minimum of 4,000 units and a maximum of 6,000 units of the partnership at a price of \$1100 per unit with a minimum purchase of five units. Proceeds of the issue will amount to \$4,076,600 if the minimum subscription is sold and \$6,114,900 if the maximum subscription is sold before expenses of issue.

Agents: Macleod Young Weir Limited

OPACT ENERGY LTD.

Final receipt issued September 29, 1982 for prospectus dated September 13, 1982 qualifying for sale in Ontario an issue of up to 600 units, each unit consisting of 10,000 common shares and the right to earn additional common shares, at a price of \$5,000 per unit. Each unit sold will net the company \$4,650 before offering expenses.

Promoter: Intensity Resources Ltd.

Agent: Goulding, Rose & Turner Limited

THE REAL SECURITIES MONEY FUND OF CANADA

Final receipt issued October 4, 1982 for a prospectus dated August 16, 1982 qualifying for distribution mutual fund units of The Real Securities Money Fund of Canada at net asset value. The minimum initial investment is \$5,000.00 and subsequent investments must be at least \$1,000.00

Sales Agent: Real Securities of Canada Ltd.

Promoter: The Realequimor Corporation

ROYAL TRUSTCO LIMITED

Final receipt issued September 30, 1982 for a prospectus dated September 30, 1982 of Royal Trustco Limited qualifying for sale 1,000,000 Series C \$2.9375 cumulative redeemable retractable preferred shares at \$25.00 to yield 11.75% per annum and 800,000 Series D U.S. \$2.6875 cumulative redeemable retractable preferred shares at U.S. \$25.00 to yield 10.75% per annum and 800,000 Series D U.S. \$2.6875 cumulative redeemable retractable preferred shares at U.S. \$25.00 to yield 10.75% per annum. Net proceeds to Royal Trustco from the Series C preferred shares will be \$24,225,000 and from the Series D preferred shares will be U.S. \$19,380,000 both before expenses of issue.

Underwriters: McLeod Young Weir Limited
Dominion Securities Ames Limited
Nesbitt Thomson Bongard Inc.

WILSHIRE ENERGY RESOURCES INC.

Final receipt issued September 30, 1982 for a prospectus dated September 29, 1982 filed by Wilshire Energy Resources Inc. qualifying for sale on a best efforts basis a minimum of 1,500,000 and a maximum of 2,000,000 common shares at \$0.60 per share to provide net proceeds before expenses of issue of a minimum of \$750,000 and a maximum of \$1,000,000.

There will also be a secondary offering of a minimum of 624,989 and a maximum of 684,989 shares, none of the proceeds of which will accrue to the treasury of the corporation.

Promoters: William D. Paterson
Robert J. Lachance

Agent: Investcan Securities Limited

PRELIMINARY PROSPECTUS WITHDRAWN

SHELL CANADA LIMITED

Preliminary prospectus dated July 30, 1982 has been withdrawn at the request of the company.

PRELIMINARY PROSPECTUSES CLOSED

MOORGATE ESTATES

Pursuant to Section 27(2) of the Regulations, this file is now closed.

VISTA VIEW APARTMENTS

Pursuant to Section 27(2) of the Regulations, this file is now closed.

RIGHTS OFFERINGS ACCEPTED

VENTURETEK INTERNATIONAL LIMITED

The Commission has received information relating to the securities to be offered pursuant to the rights offering to be made by Venturetek International Limited that is satisfactory to and acceptable by the Commission. The rights offering will entitle the 102 holders of common shares of Venturetek most of whom are persons or companies who are either institutional investors, persons who acquired their shares through private placement or acquisition exemptions, employees or former employees or insiders of Venturetek, to purchase three additional common shares for each common share held on the record date at a price of 10¢ per share. If all rights are exercised, Venturetek will receive proceeds of approximately \$500,000.00 which will be applied only for existing commitments and business activities.

YCL RESOURCES LTD.

Material acceptable to the Commission has been received in respect of a proposed rights offering by YCL Resources Ltd. to the holders of record on September 20, 1982 of its common shares and Class B preferred shares, Series I, whereby 400 units (each unit consisting of 1 Class "A" 10% convertible debenture in the principal amount of \$6000 and the right to earn up to 4000 common shares for the incurring of resource expenditures in the amount of \$6000) are offered on the basis of one unit for each 10,000 common shares or 2500 Class B preferred shares, Series I, at a price of \$12,000 per unit. The expiry date of the offering is October 28, 1982 unless extended.

PRELIMINARY PROSPECTUSES RECEIVED

September 30, 1982

CTG, Inc.

A preliminary prospectus has been filed pursuant to section 52(2) of the Securities Act.

October 4, 1982

Chatham House Apartments Limited
Partnership

National Issue - Alberta

Offering 1,600 limited partnership units at a price of \$1,550.00 per unit.

Agents: Imperial Securities Limited

Teeshin Resources Ltd.

Offering to holders of its outstanding common shares the right to purchase additional common shares. One right is being issued for each common share held and one right plus \$0.50 is required to purchase one unit, each unit consisting of one common share and one share purchase warrant.

AMENDMENT RECEIVED

The North Shore

Amendment #2 dated September 30, 1982 to prospectus dated February 26, 1982 as amended June 17, 1982.

OCTOBER 1982

REGISTRATIONS

SECURITIES

INVESTMENT COUNSEL

Perardua Inc.,
Suite 301,
277 Lakeshore Road East,
Oakville, Ontario.
L6J 1H9.
(effective October 1, 1982) New Registration

TERMINATIONS

SECURITIES

SECURITIES DEALER

Emptor Corporate Ventures Ltd.,
330 Bay Street,
Suite 1403,
Toronto, Ontario.
M5H 2S8.
(effective October 2, 1982) Lapsed

ONTARIO OVER-THE-COUNTER MARKET

SUMMARY OF SHARES TRADED

	Month of September		Year-to-Date	
	1982	1981	1982	1981
INDUSTRIAL	7,166,823	1,159,310	67,721,896	59,455,446
MINING	10,948,887	7,030,367	48,827,080	118,499,676
OIL & GAS	3,889,756	2,800,144	30,736,745	49,056,439
	22,005,466	10,989,821	147,285,721	227,011,561

The dollar value for the foregoing trading is not available.

OTHER INFORMATION

TRANSFERS WITHIN ESCROW

NICOBA MINES LIMITED

<u>From</u>	<u>To</u>	<u>No. of Shares</u>
Conwest Exploration Co. Limited	Brenbar Mines Limited	155,250

WAITE DUFAULT MINES LIMITED

<u>From</u>	<u>To</u>	<u>No. of Shares</u>
Mrs. Mary I. Langridge	Ansil Resources Ltd.	200,000

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GEOLEX RESOURCES LTD.		65D
KEEZIC RESOURCES LIMITED		43K
LA SOCIETE EN COMMANDITE AIGUEBELLE 1982		43K
McCAFFERTY LAKE EXPLORATIONS INC.		67D
MINING GEOPHYSICS COMPANY LIMITED		65D
MOTHER LODGE		65D
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ROYAL TRUSTCO LIMITED		44K
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SQUALL LAKE GOLD MINES LTD.		67D
VENTURETEK INTERNATIONAL LIMITED		45K
WILSHIRE ENERGY RESOURCES INC.		44K
YCL RESOURCES LTD.		45K

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Ontario
Securities
Commission

OSC Bulletin

NOVEMBER 19, 1982

VOLUME 4 #17/82

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NOTICE

ONTARIO-BASED COMPUTER COMPANIES TO HELP OSC SERVE INVESTORS BETTER

The Ontario Securites Commission has joined forces with two Canadian owned computer service companies to help improve services to the investment community. Under the terms of the joint project, all insider trading information will be entered into the DATALINE computer system and will be immediately available to brokers and investors across Canada via the CANQUOTE communications network. The program should be fully operational by January 1, 1983.

In a joint release issued today by the two companies and the Ministry of Consumer and Commercial Relations, the Minister responsible for the OSC, Dr. Robert Elgie, stressed that this computerized system will enable the OSC to get vital, "up-to-the-minute" information to the investors and the brokers in a succinct and efficient manner. "This initiative is a perfect example of government and private industry working together to provide the best service to our mutual clients.

The OSC, while retaining full editorial control, will no longer publish its weekly Bulletin. DATALINE will be responsible for the collection of data, the printing and distribution of the OSC Bulletin and the updating of the Bulletin's subscription list. CANQUOTE, on the other hand,, will broadcast the information to Ontario's 3,500 investment professionals with their terminals.

The cost of and the revenues from the Bulletin will be completely absorbed by the private sector. The Commission will save an estimated \$200,000 yearly in publication cost, and word processing time, as well as encouraging the province's fledgling high technology industry.

When the computerized system is fully operational, a broker or an investor or a member of the Commission's own surveillance program will be able to instantly call up a complete and up-to-date insider trading report.

This public sector/private sector shared initiative among the OSC DATALINE and CANQUOTE will help the OSC fulfill its mandate of providing investors with information and ensuring that the Canadian capital and commodity futures markets operate efficiently and with integrity.

Inquiries as to this new service should be directed to John F. Leybourne at the OSC; or Mr. Rodney Lord at DATALINE.

CHANGE OF ADDRESS

Effective November 22, 1982, please be advised of the change of address of the Ontario Securities Commission offices to:

ONTARIO SECURITIES COMMISSION
Suite 1700, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

Our TDX Box 76.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF FISHER OIL & GAS (U.S.A.) CORPORATION

AND

IN THE MATTER OF GUARANTY BANK & TRUST COMPANY

AMENDED NOTICE OF HEARING
(Section 73(1))

TAKE NOTICE that the Ontario Securities Commission (the "Commission") will hold a hearing at Courtroom No. 3, 330 University Avenue, Toronto, Ontario on Thursday the 25th day of November, 1982, at 2:30 o'clock in the afternoon or so soon thereafter as the hearing can be held, to consider an application made to the Commission by Guaranty Bank & Trust Company for a ruling pursuant to subsection 73(1) of the Act that the proposed trade by the Sheriff of the Judicial District of York, pursuant to section 15 of the Execution Act, R.S.O. 1980, c. 146, of certain shares of Fisher Oil & Gas (U.S.A.) Corporation owned by Fisher Oil & Gas Corporation is not subject to section 52 of the Act.

AND TAKE NOTICE that any party to the proceedings may be represented by counsel of his choice at the hearing if he attends or submits evidence thereat.

AND TAKE NOTICE that upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in his absence and he is not entitled to any further notice in the proceedings.

November 15, 1982

Eugene G. Lowe

TO: Guaranty Bank & Trust Company
c/o Campbell, Godfrey & Lewtas
P. O. Box 36
Toronto Dominion Centre
Toronto, Canada

AND TO: The Sheriff of the Judicial District of York
c/o M. W. Bader
Counsel, Crown Law Office, Civil
Ministry of the Attorney General
17th Floor
18 King Street East
Toronto, Ontario

AND TO: Fisher Oil & Gas Corporation
Fisher Oil & Gas(U.S.A.) Corporation
Suite 507
60 St. Clair Avenue East
Toronto, Ontario M4T 1N5

November 15th, 1982

The Ontario Securities Commission (the "Commission") and the Toronto Stock Exchange (the "T.S.E.") announce that they have concluded arrangements under which, by January 1st, 1983, the T.S.E. will assume primary responsibility for processing joint applications for registration as salesmen under the Securities and Commodity Futures Acts (the "Acts") and approval as registered representatives under the T.S.E.'s by-laws and regulations. This will eliminate duplication of effort in the Commission's and T.S.E.'s procedures, simplify the regulatory burden on the T.S.E.'s member firms by permitting them to deal with the Commission, for most purposes, through the T.S.E. when they wish to sponsor new salesmen-applicants. Both the Commission and the T.S.E. will continue to undertake their independent statutory and regulatory discretions and duties.

Registration under the Acts is a condition precedent to an individual being permitted to trade in securities or commodities as a salesman or officer of a T.S.E. member firm holding registration under the Acts as either or both a securities dealer or commodity futures merchant.

This further delegation of regulatory responsibility to the T.S.E., as a self-regulatory body, has been made possible by the uniform application form, developed by the self-regulatory bodies and accepted by all Canadian securities administrators and self-regulatory bodies, and the standards of competence established by the self-regulatory bodies through the courses and examinations required to be taken through the industry sponsored Canadian Securities Institute recognized in the regulations to the Acts. This has enabled the Commission increasingly to rely on the T.S.E.'s regulatory review.

The Member Registration Department of the T.S.E. will receive the applications and conduct the indepth review to be assured that the conditions precedent under the Acts and the T.S.E.'s by-laws, regulations and policies have been complied with. Once satisfied that T.S.E. standards and those of the O.S.C. have been met the T.S.E. will signify its approval by submitting the application, together with supporting information and the necessary fee to the Commission on behalf of its sponsoring member. The material being complete, the Commission will notify the T.S.E. that registration has been granted and

the T.S.E. will notify the applicant and the sponsoring member. While registration under the Acts will become effective immediately initial registrations will be the subject of further routine enquiries by the Commission.

The T.S.E. and the Commission have agreed to expand this program early in 1983 to cover applications for registration as officers or partners of member firms and transfers and renewals of all classes of registration and changes in registration information. The T.S.E. has indicated its willingness to assume this responsibility on behalf of its member firms to further reduce the necessity of those firms dealing directly with two regulatory bodies in Ontario.

The Commission will be prepared to enter a similar agreement with the Ontario District of the Investment Dealers Association of Canada, if that body gains full recognition as a self-regulatory body under the proposed amendments to the Securities Act.

NOVEMBER 18, 1982

CURRENT PROCEEDINGS
BEFORE
ONTARIO SECURITIES COMMISSION

EFFECTIVE NOVEMBER 22, 1982, OUR NEW ADDRESS WILL BE:

Ontario Securities Commission
Suite 1700, BOX 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

PLEASE CONTACT SECRETARY'S OFFICE 963-0216
FOR EXACT LOCATION OF HEARINGS

THURSDAY

NOV. 25, 1982

10:00 A.M.

OAKWOOD PETROLEUMS LIMITED

Court Room #3
330 University Ave.

S. 99

OSC - D. Bigham

Applicant - R. Granger, Q.C.

(Rescheduled from Nov. 10/82 at the request
of the applicant)

2:30 P.M.

GUARANTY BANK & TRUST COMPANY

Court Room #3
330 University Ave.

S. 73

OSC - M. Haig

APPLICANT - G. Haynen

MONDAY
NOV. 29, 1982
11:00 A.M.

180 Dundas St. W.
21st Floor
Hearing Room #2

ZENMAC EXPLORATIONS LIMITED

S. 123

OSC - R. Rodgers

Panel: H. J. Knowles, Q.C.
H. S. Bray, Q.C.
R. T. Morgan
E. S. Miles
R. J. Kane
F. Iacobucci

(continuing from Nov. 12/82)

TUESDAY
NOVEMBER 30, 1982
11:00 A.M.

IDEM

THURSDAY
DECEMBER 2, 1982
8:45 A.M.

THE MAYFAIR APARTMENTS LIMITED

Ont. Reg. 637/82

180 Dundas St. W.
21st Floor
Hearing Room #2

Staff Counsel - M. Lang

For Applicant - G. J. Smith.

TUESDAY
DEC. 7, 1982
10:00 A.M.

Location to be
announced.

*Consideration of T.S.E. proposal re:
Use of statements of material facts, as
initially discussed in the T.S.E. Report of
the Access Committee, entitled "Proposal to
Foster Capital Formation for Junior Resource
and Industrial Enterprises", dated October,
1981.

OSC - C. Salter
K. Boast
H. Malcolmson

*Conditional upon the T.S.E. application
being filed with the OSC on or before
November 17, 1982.

NB: Copies of the above-mentioned Report
are available at the office of H.W.F.
McKay, Vice-President, Markets and
Market Development of the T.S.E., 234
Bay Street, Toronto, Ontario M5J 1R1.

WEDNESDAY
DEC. 8, 1982
2:30 P.M.

180 Dundas St. W.
21st Floor
Hearing Room #1

ENERGY & PRECIOUS METALS INC./ELECTRA
INVESTMENTS (CANADA) LIMITED

S. 124

R. Rodgers for OSC

Gar Emerson for Electra.

Edward P. Kerwin for Energy & Precious
Metals.

WEDNESDAY
DEC. 15, 1982
10:00 A.M.

20 Queen St. W.
Suite 1800

JOSEPH BURNETT

S. 124

OSC - Brian Bellmore
- Dennis Bigham

THURSDAY
JANUARY 27, 1982
8:45 A.M.

HUTTON COMMODITY RESERVE FUND LIMITED

Referral under section 60(4)

Staff Counsel - R. A. Lococo

For Applicant - Purdy Crawford.

(Rescheduled from December 2, 1982)

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TA ACQUISITION CORPORATION

ORDER
(Section 99(e))

UPON the application received in perfected form on November 3, 1982 of TA Acquisition Corporation ("TA") to the Ontario Securities Commission (the "Commission") pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for an order exempting TA from the requirements of Part XIX of the Act;

AND UPON TA representing that:

1. TA is a wholly owned subsidiary of Transamerica Corporation, both of which are corporations incorporated under the laws of the State of Delaware, one of the United States of America;
2. Pursuant to the terms of an offer to purchase dated November 1, 1982 (the "Offer") TA offered to purchase for cash any and all outstanding shares of common stock of Fred S. James & Co. Inc. (the "Company") at \$33.50 net per share;
3. The Offer has been prepared to comply with and is to be distributed to shareholders of record of the Company in accordance with the federal securities laws of the United States of America;
4. There are five shareholders of the Company resident in the Province of Ontario holding an aggregate of 581 shares of common stock of the Company;

AND UPON the Commission being of the opinion that it would not be prejudicial to the public interest to grant this order;

IT IS ORDERED pursuant to section 99(e) of the Act that TA be and hereby is exempted from the requirements of Part XIX of the Act with respect to the Offer provided that all material relating to the Offer which has been sent by TA to common shareholders resident in the United States of America shall be sent to common shareholders of the Company resident in Ontario and a copy thereof shall be sent to the Commission.

15th November, 1982

"Henry J. Knowles"

"Harry S. Bray"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF COSEKA RESOURCES LIMITED

ORDER
(Section 79(b)(iii))

UPON the application, received in perfected form on September 28, 1982 of Coseka Resources Limited (the "Issuer"), a company incorporated under the laws of British Columbia, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of sections 76 and 77 of the Act;

AND UPON it appearing to the Commission that Coseka has changed its financial year end from July 31 to December 31 effective December 31, 1982;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirements of sections 76 and 77 of the Act to the extent that the Issuer be allowed to file with the Commission the following financial statements rather than as would otherwise be required:

- A) Unaudited comparative financial statements for the twelve month period ended July 31, 1982 and audited for the twelve months ended July 31, 1981;
- B) Unaudited comparative financial statements for the fifteen months ended October 31, 1982 and the fifteen months ended October 31, 1981;
- C) Audited comparative financial statements for the seventeen month period ended December 31, 1982 and the twelve month period ended July 31, 1981;
- D) Quarterly unaudited comparative financial statements for the three months ended March 31, June 30 and September 30, 1983 and the three months ended March 31, June 30 and September 30, 1982;
- E) Audited comparative financial statements for the twelve months ending December 31, 1983 with a balance sheet as of December 31, 1982 and other comparative financial statements for the seventeen months ended December 31, 1982.

10th November, 1982

"R. J. Kane"

"W. A. Simonton"

"Henry J. Knowles"

"Harry S. Bray"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MELROSE EXPLORATIONS LTD.

ORDER
(Section 79(b)(iii))

UPON the application, received and perfected October 13, 1982, of MELROSE EXPLORATIONS LTD. (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to Section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to Section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 3-36;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to Section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate thirty days after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

November 15, 1982

John Leybourne

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF NUTAAQ SOFTWARE INC., NUTAAQ R & D
INVESTMENTS LIMITED PARTNERSHIP AND MERCIER, OUIMET,
MASSE INC.

RULING
(Section 73)

UPON the application of Nutaag Software Inc. (the "Company") and Nutaag R & D Investments Limited Partnership (the "Partnership") to the Ontario Securities Commission (the "Commission"), received and perfected November 9, 1982, for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c.466 (the "Act"), to permit Mercier, Ouimet, Masse Inc. ("Mercier") to act as agent for the offering (the "Offering") of units (the "Units") by the Partnership and the Company (as specified in the preliminary prospectus dated August 26, 1982) without Mercier's being registered as an underwriter pursuant to section 24(1)(b) of the Act;

AND UPON it appearing that:

1. The Company is a Canada corporation, and the Partnership is an Ontario limited partnership, each of which has its head office in Ottawa, Ontario;
2. Mercier, a Canada corporation, having its head office in Montreal, Quebec, is registered as a securities dealer pursuant to the Securities Act (Quebec);
3. It is proposed that Mercier act as agent for the Offering, such that:
 - (a) in the prospectus relating to the Offering (the "Prospectus"), Mercier would sign a form of certificate which complies with the requirements of subsection 58(1) of the Act; and

(b) Mercier would enter into sub-agency agreements (the "Sub-agency Agreements") with dealers ("Sub-agents") registered under the Act for sale of the Units in Ontario; and

4. Mercier has been advised that in order to act in a similar capacity in any future offering in Ontario, it will be obliged to seek registration under the Act as an underwriter;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that Mercier shall be permitted to act in the capacity of agent for the offering without being registered as an underwriter pursuant to section 24(1)(b) of the Act, provided that:

1. In the Prospectus, Mercier shall sign as agent the form of certificate specified by section 58(1) of the Act;
2. The Units shall be sold in Ontario only through Sub-agents registered under the Act; and
3. Mercier shall file with the Commission a copy of each Sub-agency Agreement within three business days of such agreement being entered into.

November 15, 1982.

"Henry J. Knowles"

"Harry S. Bray"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF C.M. OLIVER & COMPANY LIMITED

AND

SYDNEY ADVANCED TECHNOLOGY (1982) LIMITED PARTNERSHIP

RULING
(Section 73)

UPON the application of C.M. Oliver & Company Limited ("Oliver") to the Ontario Securities Commission ("Commission"), received in perfected form on October 29, 1982, for a ruling pursuant to section 73(1) of the Securities Act, R.S.O. 1980, c.466 (the "Act"), to permit Oliver to act in the capacity of agent for the offering (the "Offering") of units of limited partnership interest (the "Units") of Sydney Advanced Technology (1982) Limited Partnership ("Sydney"), as specified in the preliminary prospectus dated September 15, 1982 filed with the Commission without being registered as an underwriter pursuant to section 24(1)(b) of the Act;

AND UPON it being represented that:

1. Sydney is a limited partnership registered under the laws of the Province of British Columbia; and
2. Oliver, a British Columbia corporation, is registered as a broker and a broker-dealer pursuant to the Securities Act of the province of British Columbia;

AND UPON it being undertaken that:

3. Oliver, a registrant in good standing in the jurisdiction as aforesaid, will follow comparable "due diligence" procedures as would be followed by a registrant under the Act;
4. In the prospectus relating to the issue of the Units (the "Prospectus"), Oliver will sign a form of certificate which complies with the requirements of section 58(1) of the Act;

5. Oliver will enter into a sub-agency agreement with a dealer or dealers registered under the Act for sale of the Units in Ontario; and
6. Oliver will seek registration under the Act as an underwriter in the event that it proposes to act in a similar capacity in any future offering in Ontario;

AND UPON the Commission being satisfied that to grant this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73(1) of the Act that Oliver shall be permitted to act in the capacity of agent for the Offering without being registered as an underwriter pursuant to section 24(1)(b) of the Act, provided that:

1. In the Prospectus, Oliver shall sign as agent the form of certificate specified pursuant to section 58(1) of the Act;
2. Prior to or upon filing of the Prospectus with the Commission, Oliver shall file a certified copy of a sub-agency agreement between it and a dealer or dealers registered under the Act (the "Sub-agents"), which agreement shall specify that only the Sub-agents shall act as agents for the sale of Units in Ontario; and
3. The Units are sold in Ontario only through the Sub-agents.

November 10, 1982.

"Henry J. Knowles"

"E. S. Miles"

"A. T. Holland"

"Frank Iacobucci"

"R. T. Morgan"

"Harry S. Bray"

"R. J. Kane"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRILON FINANCIAL CORPORATION AND
LONDON LIFE INSURANCE COMPANY

ORDER
(Section 73)

UPON the application of Trilon Financial Corporation ("Trilon") to the Ontario Securities Commission (the "Commission") pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c.466 (the "Act"), received on October 27, 1982 and perfected on November 8, 1982, for a ruling in respect of first trades in Class A Shares of Trilon to be distributed to Thames Valley Investments Limited ("TVI"), The Toronto-Dominion Bank ("T-D") and Regtor Investments Limited ("Regtor") in exchange for shares in the capital stock of Longvest Corporation ("Longvest");

AND UPON it appearing to the Commission that:

1. Trilon is a company continued under the laws of Canada and is not a reporting issuer under the Act.
2. Trilon proposes to make an offer (the "Offer") to purchase all of the outstanding shares with a par value of \$2.00 each (the "London Life Shares") in the capital stock of London Life Insurance Company ("London Life") not held by Trilon in consideration for 20 Class A Shares of Trilon for each London Life Share held.
3. Immediately prior to the making of the Offer, Trilon proposes to acquire all of the London Life Shares held by Longvest by exchanging Class A Shares of Trilon for all of the outstanding shares in the capital stock of Longvest, which are held by, inter alia, TVI, T-D and Regtor. The basis of exchange will be equivalent to 20 Class A Shares of Trilon for each underlying London Life Shares owned by Longvest.

...../2

4. Upon the exchange of shares in the capital stock of Longvest for Class A Shares of Trilon, TVI, T-D and Regtor will receive 1,422,857, 143,908 and 860,734 Class A Shares of Trilon, respectively.
5. Upon the filing with the Commission of the securities exchange take-over bid circular in respect of the Offer, Trilon will become a reporting issuer as defined in the Act.

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that, notwithstanding subsection 71(4) of the Act, the first trade in Class A Shares of Trilon previously acquired by T-D pursuant to the exemption contained in paragraph (a) of subsection 71(1) of the Act and by TVI and Regtor pursuant to the exemption contained in paragraph (d) of subsection 71(1) of the Act shall not be subject to section 52 of the Act, provided that:

1. the securities exchange take-over bid circular in respect of the Offer is filed by Trilon under the Act;
2. the Class A Shares previously acquired by TVI, T-D and Regtor as aforesaid shall not be traded until after the date for take-up and payment for London Life Shares as provided in paragraph 5 of the Offer; and
3. such first trade is not a distribution as defined in subparagraph (iii) of paragraph 11 of subsection 1(1) of the Act.

November 10, 1982.

"Henry J. Knowles"

"Harry S. Bray"

"E. S. Miles"

"R. J. Kane"

"Frank Iacobucci"

"A. T. Holland"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRILON FINANCIAL CORPORATION AND
LONDON LIFE INSURANCE COMPANY

AMENDING ORDER
(Section 140)

UPON the Ontario Securities Commission (the "Commission") having made a ruling this date (the "Ruling") pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c.466 (the "Act") in respect of first trades in Class A Shares of Trilon Financial Corporation to be distributed to Thames Valley Investments Limited, The Toronto Dominion Bank and Regtor Investments Limited in exchange for shares in the capital stock of Longvest Corporation;

AND UPON the Commission wishing to impose a further condition to the granting of the Ruling;

AND UPON the Commission having formed the opinion that to so order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 140 of the Act that the Ruling be and it is hereby amended by adding thereto the further condition that:

"4. the Offer shall be mailed to shareholders of London Life within 30 days of the date of this ruling."

November 10, 1982

Henry J. Knowles, Q.C.

Harry S. Bray, Q.C.

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PILLAR PETROLEUM LTD. AND
TRILOGY RESOURCE CORPORATION

ORDER
(Section 99(e))

UPON the application of Trilogy Resource Corporation ("Trilogy") to the Ontario Securities Commission (the "Commission"), received and perfected October 25, 1982, for an order pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act"), exempting Trilogy from certain requirements of Part XIX of the Act in respect of the proposed offer by Trilogy of its shares for the issued and outstanding common shares of Pillar Petroleums Ltd. ("Pillar");

AND UPON Trilogy having made applications to the other relevant securities regulatory authorities in Canada for an order, mutatis mutandis;

AND UPON it appearing that:

1. Trilogy, a Canada corporation, is a reporting issuer, as defined in the Act;
2. Pillar, an Alberta corporation, is a reporting issuer, as defined in the Act;
3. Trilogy is making an offer of its shares in exchange for interests in certain entities and properties related to the oil and gas business, as described in the prospectus (the "Prospectus") dated June 9, 1982 (as amended by the amending prospectus dated October 25, 1982) filed by Trilogy with the Commission and other securities regulatory authorities in Canada;

...../2

4. After the Expiration Date of the Exchange Offer, Trilogy will send to each Offeree that has returned an Acceptance a Prospectus Supplement describing the Interests for which Trilogy has received Acceptances, and the Offeree will have 21 days from the date of sending of the Prospectus Supplement to withdraw the Acceptance;
5. By order of the Commission dated June 23, 1982, reported at 4 OSCB 52B (as amended and supplemented by the supplemental order dated October 9, 1982, reported at 4 OSCB 222B) pursuant to section 99(e) of the Act (the "Previous Order"), Trilogy was exempted from certain requirements of Part XIX of the Act with respect to the offer pursuant to the Prospectus for the voting securities of certain limited partnerships specified in the Previous Order, such Previous Order permitting Trilogy to use the offering procedures described in the Prospectus in lieu of full compliance with Part XIX of the Act;
6. Trilogy now proposes to make an offer (the "Pillar Offer") pursuant to the Prospectus for all the issued and outstanding common shares of Pillar; and
7. For the purpose of this order "Expiration Date", "Exchange Offer", "Interests", "Offeree", "Acceptance", "Prospectus Supplement" and "Notices of Offer" shall have the same meaning as in the Previous Order, except that the Notices of Offer shall contain the certificate referred to in clause (a)(iii) below;

AND UPON being satisfied that to make this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 99(e) of the Act that with respect to the Pillar Offer:

- (a) Trilogy is exempted from the provisions of:
 - (i) paragraphs 2, 12 and 13 of subsection 89(1);
 - (ii) section 90; and
 - (iii) section 94, insofar only as that section concerns the form and content of a take-over bid circular, except that each Notice of Offer (which, together with all accompanying documents, shall constitute the take-over bid circular for

the purpose of the Pillar Offer) shall contain a certificate which complies with item 20 of Form 31 to the Regulation under the Act, which certificate shall relate to the contents of such Notice of Offer and all accompanying documents; and

- (b) For the purpose of compliance with section 96 of the Act by the board of directors of Pillar, the date of the take-over bid shall be the date of sending of the Notices of Offer to the common shareholders of Pillar and the date of expiry of the offer shall be the date 21 days after the date of sending of the Prospectus Supplement to such common shareholders;

ALL UPON the following terms and conditions:

1. The Pillar Offer is made in accordance with the terms of the Prospectus and any amendment thereto;
2. The Notices of Offer are sent to the common shareholders of Pillar not later than January 1, 1983; and
3. The Exchange Date is not later than March 31, 1983.

November 15, 1982

Henry J. Knowles, Q.C.

Harry S. Bray, Q.C.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF WILLOWDALE RESOURCES (1981) LTD.
AND TRILOGY RESOURCE CORPORATION

ORDER
(Section 99(e))

UPON the application of Trilogy Resource Corporation ("Trilogy") to the Ontario Securities Commission (the "Commission"), received and perfected October 25, 1982, for an order pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act"), exempting Trilogy from certain requirements of Part XIX of the Act in respect of the proposed offer by Trilogy of its shares for the issued and outstanding common shares of Willowdale Resources (1981) Ltd. ("Willowdale");

AND UPON Trilogy having made an application to the Alberta Securities Commission for an order, mutatis mutandis;

AND UPON it appearing that:

1. Trilogy, a Canada corporation, is a reporting issuer, as defined in the Act;
2. Willowdale, a Canada corporation, is not a reporting issuer, as defined in the Act;
3. Trilogy is making an offer of its shares in exchange for interests in certain entities and properties related to the oil and gas business, as described in the prospectus (the "Prospectus") dated June 9, 1982 (as amended by the amending prospectus dated October 25, 1982) filed by Trilogy with the Commission and other securities regulatory authorities in Canada;

. . . /2

4. After the Expiration Date of the Exchange Offer, Trilogy will send to each Offeree that has returned an Acceptance a Prospectus Supplement describing the Interests for which Trilogy has received Acceptances, and the Offeree will have 21 days from the date of sending of the Prospectus Supplement to withdraw the Acceptance;
5. By order of the Commission dated June 23, 1982, reported at 4 OSCB 52B (as amended and supplemented by the supplemental order dated October 9, 1982, reported at 4 OSCB 222B) pursuant to section 99(e) of the Act (the "Previous Order"), Trilogy was exempted from certain requirements of Part XIX of the Act with respect to the offer pursuant to the Prospectus for the voting securities of certain limited partnerships specifically referred to in the Previous Order, such Previous Order permitting Trilogy to use the offering procedures described in the Prospectus in lieu of full compliance with Part XIX of the Act;
6. Trilogy now proposes to make an offer (the "Willowdale Offer") pursuant to the Prospectus for all the issued and outstanding common shares of Willowdale; and
7. For the purpose of this order, "Expiration Date", "Exchange Offer", "Interests", "Offeree", "Acceptance", "Prospectus Supplement" and "Notices Offer" shall have the same meaning as in the Previous Order, except that the Notices of Offer shall contain the certificate referred to in clause (a)(iii) below;

AND UPON being satisfied that to make this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 99(e) of the Act that with respect to the Willowdale Offer:

- (a) Trilogy is exempted from the provisions of:
 - (i) paragraphs 2, 12 and 13 of subsection 89(1);
 - (ii) section 90; and
 - (iii) section 94, insofar only as that section concerns the form and content of a take-over bid circular except that each Notice of Offer (which, together with all accompanying documents, shall constitute the take-over bid circular for the purpose of the Willowdale Offer) shall contain

a certificate which complies with item 20 of Form 31 to the Regulation under the Act, which certificate shall relate to the contents of such Notice of Offer and all accompanying documents; and

- (b) For the purpose of compliance with section 96 of the Act by the board of directors of Willowdale, the date of the take-over bid shall be the date of sending of the Notices of Offer to the common shareholders of Willowdale and the date of expiry of the offer shall be the date 21 days after the date of sending of the Prospectus Supplement to such common shareholders;

ALL UPON the following terms and conditions:

1. The Willowdale Offer is made in accordance with the terms of the Prospectus and any amendment thereto;
2. The Notices of Offer are sent to the common shareholders of Willowdale not later than January 1, 1983; and
3. The Exchange Date is not later than March 31, 1983.

November 15, 1982

Henry J. Knowles, Q.C.

Harry S. Bray, Q.C.

EXEMPT PURCHASERS

CANADIAN GAS AND ENERGY FUND LIMITED

The Commission granted recognition to Canadian Gas and Energy Fund Limited as an exempt purchaser under S.34(1)4 of The Securities Act, 1978, for the ensuing twelve months.

CANADIAN SECURITY GROWTH FUND LIMITED

The Commission granted recognition to Canadian Security Growth Fund Limited as an exempt purchaser under S.34(1)4 of The Securities Act, 1978, for the ensuing twelve months.

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, C.466

AND

IN THE MATTER OF CERTAIN GROUP INVESTMENT PLANS
SPONSORED BY THE ONTARIO SECONDARY SCHOOL TEACHERS'
FEDERATION, THE CANADIAN DENTAL ASSOCIATION, AND
THE CANADIAN MEDICAL ASSOCIATION

(SECTIONS 73 & 140)

Hearing: September 30, 1982

Present:	Henry J. Knowles, Q.C.	- Chairman
	Robert T. Morgan, C.F.A.	- Commissioner
	Edgar S. Miles	- Commissioner
	Geddes M. Webster, P.Eng.	- Commissioner
	Alfred T. Holland, C.A.	- Commissioner
	Dean Frank Iacobucci	- Commissioner
	Gavin MacKenzie)	Counsel,
	Walter J. Palmer)	Canadian Dental Association ("CDA")
	Patricia J. Myhal)	Counsel, Ontario Secondary School Teachers' Federation ("OSSTF")
	George A. Bragg)	Counsel, Canadian Medical Association ("CMA")
	J.David Jackson)	Counsel, Trust Companies Association of Canada
	Keith Douglas)	President, Investment Funds Institute of Canada
	Richard A. Lococo)	
	Susan I. McCallum)	Staff Counsel

REASONS FOR DECISION

At a hearing held on September 30, 1982, the Commission considered two separate applications under section 73(1) of the Securities Act (the "Act") for rulings that trading in units of certain existing investment funds sponsored by the CDA and the OSSTF are not subject to section 24 or 52 of the Act, and also considered whether to revoke or vary, pursuant to section 140 of the Act, the ruling granted on November 28, 1981 with respect to trading in units of a similar investment fund (the "CMA Ruling") sponsored by the CMA.

It would be useful to set forth very briefly the facts that provide the background for the applications before discussing the relevant statutory provisions and related arguments submitted by counsel.

FACTS

A. OSSTF Application

The applicants for the OSSTF application are the OSSTF and Montreal Trust Company of Canada ("Montreal Trust"). The OSSTF was founded in 1919 and was incorporated in 1925 as an Ontario corporation without share capital to represent secondary school teachers in the province. It is affiliated with the Ontario Teachers' Federation, which was established in 1944 by the Legislature under the predecessors to the Teaching Profession Act, R.S.O. 1980, c.495.

In January, 1975, the OSSTF and Montreal Trust created certain group investment plans for OSSTF members. Pursuant to an agreement (as amended, the "OSSTF Trust Agreement") between the OSSTF and Montreal Trust, Montreal Trust acts as trustee in respect of the Ontario Teachers' Group Retirement Savings Plan and the Ontario Teachers' Group Home Ownership Plan (collectively, the "OSSTF Plans"). Participation in the OSSTF Plans is limited to the members of the teaching profession in Ontario, their spouses, retired teachers and OSSTF administrative staff.

The OSSTF Plans provide that contributions by participants are invested in a pooled fund (the

"OSSTF Plan Fund") maintained by Montreal Trust. The OSSTF Plan Fund currently has four investment sections among which participants may direct their contributions: the Fixed Value Portfolio (fixed-value securities), the Mortgage Income Portfolio (mortgage loans, primarily to teachers who qualify under the guidelines established by Montreal Trust), the Diversified Portfolio ("blue chip" securities) and the Aggressive Equity Portfolio (other qualified securities). Under the OSSTF Trust Agreement, Montreal Trust agrees that all investments will be made in compliance with applicable tax legislation in respect of registered retirement and registered home ownership plans. The OSSTF Plan Fund currently has assets with a market value in excess of \$27,000,000, and the OSSTF Plans have approximately 6000 participants.

Montreal Trust manages the OSSTF Plan Fund, but the OSSTF Trust Agreement also provides for the appointment of the OSSTF as agent for Montreal Trust for limited administrative purposes relating to OSSTF Plans, including the dissemination of information to prospective participants and the servicing of mortgages. The fees and expenses of the OSSTF with respect to such services are charged to the OSSTF Plan Fund. Montreal Trust has also retained Toronto Investment Management Inc., a registered portfolio manager, as the investment adviser with respect to assets held in the OSSTF Plan Fund other than those represented by mortgages. The total fees and expenses charged to the OSSTF Plan Fund by Montreal Trust, the OSSTF, and Toronto Investment Management Inc. in 1981 were approximately \$224,000, which amounted to approximately .85 of 1% of the average net asset value of the OSSTF Plan Fund in 1982.

No prospectus has been filed with the Commission with respect to the offering of the OSSTF Plans. Information on the OSSTF Plans has been and is made available by the OSSTF through its R.R.S.P. Committee to interested teachers upon request and at teacher workshops and professional gatherings which are held from time to time. The following disclosure with respect to the OSSTF Plans is provided to participants and prospective participants:

1. To Prospective Participants:

- (a) A booklet entitled "Ontario Teachers' Group R.R.S.P. Information Booklet", which is updated from time to time;
- (b) A pamphlet entitled "Ontario Teachers' Group Home Ownership Savings Plan"; and

- (c) A bulletin setting out a brief description of the R.R.S.P. Plan (distributed to all teachers in January of each year).

2. To All Participants:

- (a) A copy of the relevant Declaration of Trust, provided at the time of joining a plan;
- (b) An annual statement setting out all contributions made by the participant in respect of the immediately preceding calendar year, the total contributions of the participant to the OSSTF Plans, and the value of the units held for the account of the participant;
- (c) Audited annual financial statements (first required by way of amendment to the OSSTF Trust Agreement in January, 1982); and
- (d) A semi-annual report of the investment adviser, accompanied by commentary by OSSTF's R.R.S.P. Committee.

3. To Participants on Request:

- (a) A schedule entitled "Portfolios and Unit Values", which provides historical data on the value of the portfolios and units; and
- (b) Items 1(a) and (b) above.

B. CDA Application

The applicants in the CDA application are the CDA, the Canadian Dental Service Plans Inc. (the "CDSPI"), and the Royal Trust Company ("Royal Trust"). The CDA, a Canada corporation without share capital, is an association of Canadian dentists incorporated to further the interests of its members. The CDSPI, a Canada corporation without share capital, has as its members the CDA and each of the provincial statutory licensing bodies or corporations. The purpose of CDSPI is to make recommendations and provide administrative services with respect to the offering and implementation of co-operative benefit plans to CDA members.

In 1957, the CDA established the Canadian Dental Association Retirement Savings Plan (the "CDA Plan") pursuant to an agreement (the "CDA Trust Agreement") with Royal Trust as trustee. The CDA Plan has undergone a series of amendments. Participation in the CDA Plan is limited to dentists, dental surgeons, their employees, CDA employees, employees of the provincial dental associations or corporations, and spouses of the foregoing individuals. When an eligible individual wishes to participate in the CDA Plan, an application form is completed and submitted to Royal Trust, which registers a separate retirement savings plan ("R.S.P.") for the participant. The participants direct their contributions to one or more of four separate trusts (the "CDA Plan Funds"), designated as the Common Stock Fund, the Fixed Income Fund, the Balanced Fund, and the Guaranteed Fund, at unit values established monthly. The CDA Plan Funds currently have assets of more than \$30,400,000 and the CDA Plan has approximately 2000 participants, approximately 1000 of whom are Ontario residents.

Royal Trust manages the CDA Plan Funds. The CDSPI acts as an intermediary in processing instructions from participants and co-operates with Royal Trust in preparing the CDA Plan's annual report and in updating annually the summary description of the CDA Plan. Royal Trust and CDSPI both receive an annual fee based on the asset value of the CDA Plan Funds of approximately one-half of one percent and no other fees are charged to the CDA Plan Funds or the participants.

No prospectus has been filed with the Commission with respect to the offering of the CDA Plan. The following disclosure with respect to the CDA Plan is provided to participants and prospective participants:

1. To Prospective Participants:

- (a) a summary description of the CDA Plan and the CDA Plan Funds (to be updated annually);
- (b) an application form;

(c) a copy of the Declaration of Trust with respect to each R.S.P.; and

(d) a copy of the latest annual report of the CDA Plan.

2. To Participants:

(a) the annual report of the CDA Plan (not including audited financial statements); and

(b) a quarterly statement detailing the current value of units held by the participant's R.S.P. in each CDA Plan Fund.

C. The CMA Ruling

The CMA Ruling [(1981) 2 OSCB 315B] permitted the offering of units in the CMA Investment Fund (the "CMAIF"), participation in which is available to CMA members, employees of the CMA and its affiliates, and dependants of eligible participants. The CMAIF has been in existence since 1966, and in 1981 had assets in excess of \$150,000,000. The CMA Plan is similar to the CDA Plan, except that:

1. Units are promoted and sold through a registered dealer, MD Management Limited ("MD"), a wholly-owned subsidiary of the CMA; and
2. The trustee and manager (Royal Trust) has retained a registrant to give investment advice (as in the case of the OSSTF Plan Fund).

The conditions of the CMA Ruling restrict the total annual fees payable to Royal Trust, MD, and the investment adviser to not more than 0.5% of the net asset value of the CMAIF, and no other fees may be payable in respect of selling, administering, managing or trusteeship. As well, each person who subscribes for units must be provided with a copy of the CMA Ruling together with a statement that the Ruling deprives such person of certain rights and remedies provided by the Act.

THE ISSUE

For ease of reference, the OSSTF Plan Fund, the CDA Plan Funds and the CMAIF are collectively referred to as the "Funds".

What the Commission must determine is whether, in the circumstances under consideration, it is prepared to extend the present exemption applicable to private mutual funds under the Act to the Funds.

THE LAW AND RELATED SUBMISSIONS

A. Statutory Background

Section 1(1)25 of the Act defines a mutual fund as follows:

"'mutual fund' includes an issuer of securities that entitle the holder to receive on demand, or within a specified period after demand, an amount computed by reference to the value of a proportionate interest in the whole or in a part of the net assets, including a separate fund or trust account, of the issuer of the securities."

Section 34(2)3 of the Act provides that, subject to the regulations, registration is not required to trade in securities issued by a private mutual fund.

Section 72(1)(a) of the Act provides that sections 52 and 61 do not apply to a distribution of the securities referred to in section 34(2)3.

Section 1(1)32 of the Act defines a private mutual fund as follows:

"'private mutual fund' means a mutual fund that is,

(i) operated as an investment club, where,

(a) its shares or units are held by not more than fifty persons and its indebtedness has never been offered to the public;

- (b) it does not pay or give any remuneration for investment advice or in respect of trades in securities, except normal brokerage fees; and
 - (c) all of its members are required to make contributions in proportion to the shares or units each holds for the purpose of financing its operations, or
- (ii) administered by a trust company registered under the Loan and Trust Corporations Act and consists of,
- (a) a pooled fund maintained solely to serve registered retirement savings plans, registered home ownership savings plans, or other savings plans registered under the Income Tax Act (Canada);
 - (b) a common trust fund as defined by subsection 111(1) of the Loan and Trust Corporations Act; or
 - (c) a pooled fund maintained by a trust company in which moneys belonging to various estates and trusts in its care are commingled, with the authority of the settlor, testator or trustee thereof, for the purpose of facilitating investment where no general solicitations are made with a view to the sale of participations in the pooled fund."

The exemptions provided by sections 34(2)3 and 72(1)(a) of the Act are stated by section 19(2) of the regulation made under the Act (the "Regulations") not to apply to securities of a mutual fund administered by a trust company if there is a promoter or manager of the mutual fund other than the trust company.

Promoter is defined in section 1(1)33 of the Act to mean:

- "(i) a person or company who, acting alone or in conjunction with one or more other persons, companies or a combination thereof, directly or indirectly, takes the initiative in founding, organizing or substantially reorganizing the business of an issuer...."

Section 14(d) of the Regulations provides a comparable prospectus exemption as follows:

"14. Section 52 of the Act does not apply to a distribution of securities where:

- (d) the trade is made in a security of a mutual fund that,
 - (i) is administered by a trust company registered under the Loan and Trust Corporations Act,
 - (ii) has no promoter or manager other than one or more trust companies registered under the Loan and Trust Corporations Act, and
 - (iii) consists of a pool of funds maintained solely to serve retirement income funds, deferred profit sharing plans and pension plans registered under the Income Tax Act (Canada), alone or in combination with retirement savings plans, home ownership savings plans, or other savings plans registered under the Income Tax Act, (Canada)."

The corresponding exemption from section 24 is contained in section 140(a) of the Regulations.

Bill 176, entitled the Securities Amendment Act, 1982 ("Bill 176") consolidates the above provisions of the Regulations and eliminates the restriction that the manager of the mutual fund must be a trust company by revising section 1(1)32(ii)(a) of the Act to read as follows:

"'private mutual fund' means a mutual fund that is

- (ii) administered by a trust company registered under the Loan and Trust Corporations Act and has no promoter other than one or more of such trust companies or one or more affiliates of such a trust company and has no manager other than one or more of such trust companies, one or more of such affiliates or a person or company who is a

portfolio manager or but for the applicability of an exemption under this Act or the regulations would be obliged to be registered as a portfolio manager and consists of,

- (a) a pooled fund maintained solely to serve retirement savings plans, home ownership savings plans, retirement income funds, deferred profit sharing plans, pension plans, or other such plans registered under the Income Tax Act (Canada)...."

The effect of the above provisions is that the registration requirements do not apply to private mutual funds and the prospectus filing requirements do not apply to securities of a private mutual fund so long as the mutual fund is administered by a trust company registered under The Loan and Trust Corporations Act (R.S.O. 1980, c. 249) and consists of a pooled fund maintained solely to serve registered retirement savings plans, registered home ownership savings plans or other savings plans registered under the Income Tax Act (Canada), provided there is no promoter or manager of the mutual fund other than the trust company. In short, according to Staff Counsel for the Commission, the Funds would fit within the present definition of a private mutual fund (and the applications would thus be unnecessary) were it not for the following facts:

1. The CDA, OSSTF, and CMA took the initiative to found or organize each of their respective Funds, and therefore are promoters of the Funds;
2. The trustee of each of the OSSTF Plan Fund and the CMAIF has retained a registrant to perform a management function, namely the giving of investment advice, which is permitted under Bill 176, but not under section 19(2) of the Regulations; and
3. The OSSTF and the CDSPI both assist, albeit to a limited extent, in management functions for their respective Funds.

B. Related Submissions

Counsel for the Funds very ably presented arguments in support of the Commission's granting an

exemption. In summary, the major submissions made on behalf of the applicants and reasons for granting the exemption were as follows:

1. The definition of "promoter" in the Act should be interpreted in the present context as meaning someone who has a vested and substantial economic interest in the operation of a mutual fund, and such is not the case with respect to the CDA, O^{STF}, and CMA and their respective Funds which are intended to operate only as a service to their members and not for profit. The applicants are hence promoters only in a technical sense and could more appropriately be called "sponsors".
2. Although "manager" is not defined in the Act or Regulations and two of the Funds retain a duly registered portfolio manager to render investment advice, such registrants are controlled by the Trustee and in any event Bill 176 would allow such a practice without denying an exemption.
3. The Funds are not offered for sale to the public and result from a concern of well recognized professional associations to provide retirement and related savings advice and services for their members. Although there are non-members of the associations who are eligible for participation in the Funds, they are very few in number.
4. The applicants do provide considerable information about the Funds to potential and actual participants and would be willing to provide more if the Commission so stipulated in granting an exemption order.
5. The requirements to file a prospectus in respect of the Funds and to file annual renewals would cause considerable extra expense that would have to be borne by the Funds to the detriment of their members and would provide nothing more to members or prospective members by way of useful information than that which is already available to them.

Staff Counsel in a well presented argument made a number of submissions in support of denying the exemption sought or alternatively to grant the exemption with specific conditions. Counsel for the Trust Companies Association of Canada and the President of the Investment Funds Institute of Canada stated that they neither supported nor opposed the present application. However, Counsel for the Trust Companies Association went on to say that, if the present private mutual fund exemption in the Act were to be changed by the Commission, the Association would expect it and other interested parties to have the opportunity to make representations on the matter.

RULING OF THE COMMISSION

The Commission has concluded that it must refuse the exemption sought. The language of each of the Act and Regulations is quite clear in denying the private mutual fund exemption if there is a promoter or manager of the mutual fund other than a trust company. The first branch of the definition of "promoter", viz. "a person or company who, acting alone or in conjunction with one or more persons, companies or a combination thereof, directly or indirectly, takes the initiative in founding, organizing or substantially reorganizing the business of an issuer", (section 1(1)33) describes what each of the CDA, OSSTF and CMA did in creating their respective Funds. We can find no reason why the plain words of the definition should be disregarded and we are not persuaded that the term "promoter" should be defined to include only those persons with a substantial economic interest in the operation of a mutual fund. Although "manager" is not defined in the Act, by the ordinary meaning of the term, we find as a fact that the OSSTF and CDSPI certainly assisted in the management of their respective Funds and were, accordingly, "managers". However, even assuming that they were not managers, the fact they are "promoters" is enough to deny the exemption.

Looking at the policy that should govern in this case, the Commission was impressed and concerned by the great number of potential and actual participants in each of the Funds. Although the participants are, in the main, united by professional ties, this fact is not sufficient in our view to avoid the application of the Act. Interests in the Funds are widely held by many participants, albeit mostly members of a specific professional group within the greater public at large. In that connection we cannot conclude that the compliance with, and the

resulting protection afforded by, the Act is either unwarranted or even undesirable in the circumstances.

We note that participants in the Funds do receive much information and Counsel for the applicants offered to modify what is presently furnished. The willingness to provide adequate information to the Funds' participants is itself a recognition of the importance of full disclosure to those who enrol in the Funds. However, were the Commission persuaded to grant an exemption it would have to draft or design in effect a new form of prospectus that is akin to Form 15 and Form 15A under the Act and Regulations relating to mutual funds. The necessity to develop a new form of disclosure document gives the Commission some disquiet in granting an exemption when the Act and Regulations already provide detailed guidance in Form 15.

The applicants state that the obligation to file a prospectus adds to the cost of administering the Funds. The Legislature and the Commission are fully aware of that since compliance with regulations means incurring costs. Indeed, the Commission is most reluctant to impose additional costs on the Funds. But the basic question is whether the benefits or advantages of regulation to participants and potential participants outweigh these costs, and we think they do despite the difficulty of answering the question in any detailed or quantified way.

Under the circumstances, the Commission denies each of the applications for exemption and varies the CMA Ruling by ruling pursuant to section 73 of the Act that:

- (1) units in the Funds operated by the CDA and OSSTF be traded until the later of March 31, 1983 and the expiration of 60 days after the end of the respective current fiscal year of each Fund without compliance with sections 24 and 52 of the Act, and thereafter, units of such Funds be traded only pursuant to a prospectus in accordance with the Act and Regulations; and

- (2) the CMA Ruling be varied to provide that it shall expire on the later of March 31, 1983 and the expiration of 60 days after the end of the current fiscal year of the CMAIF.

We thank all counsel for their very able and useful presentations.

November 15, 1982

Henry J. Knowles, Q.C.

G. M. Webster

R. T. Morgan

E. S. Miles

A. T. Holland

Frank Iacobucci

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF JERRY KATZ

Hearing: July 29, 1982

Present: William A. Simonton, F.C.A. - Commissioner
Alfred T. Holland - Commissioner

Steven B. Sharpe - Counsel to Jerry
Katz

G. Curran - Staff Counsel

This was a hearing pursuant to section 8(2) of the Securities Act (the "Act") for a hearing and review of the decision of the Deputy Director, Registration, dated May 21, 1982 whereby,

"It is ordered pursuant to section 25(3) of the Act that the application by Katz for registration as a Mutual Fund salesman is hereby refused."

At proceedings before His Honour Judge Allan F. James in the Provincial Judge's Court, Brandon, Manitoba, held on January 14, 1981, Jerry Katz ("Katz") was convicted on two counts:

1. possession of a restricted drug for the purpose of trafficking, contrary to section 42 of the Food and Drugs Act (Canada), and
2. possession of a narcotic contrary to section 3(1) of the Narcotic Control Act (Canada).

On the first count, set out above, Katz received a fine of \$1,000 or 100 days' imprisonment in default of payment thereof, and was placed on probation for one year, and on the second count he received a fine of \$50 or 5 days' imprisonment in default of payment thereof. These charges were laid on or about July 17, 1980.

From July 1977 until September 1980, Katz was the proprietor of the Brandon Inn in Brandon, Manitoba. As a result of financial difficulties arising from the charges made Katz lost his ownership interest in the Brandon Inn. Katz moved to Toronto in October 1980 and the following month obtained employment as a salesman with Investors Syndicate Limited ("Investors Syndicate").

By an application dated June 15, 1981, Katz applied to the Ontario Securities Commission (the "Commission") for registration as a mutual fund salesman with Investors Syndicate. Question 15 B) on the application reads as follows:

"Past Convictions involving Other Criminal Offences or Contraventions -

Have you ever been convicted under any law of any province, territory, state or country for contraventions or other criminal offences not noted in A above?"

Katz's answer was:

"Yes see attd. letter given absolute discharge."

Attached was a letter from the legal firm of Walsh, Micay and Company, Winnipeg, dated January 19, 1981 which stated,

"Sir:

"The charges involving Mr. Jerry Katz, formerly of Brandon, Manitoba, now of

- 3 -

Toronto, were disposed of on January 14th, 1981, and are now concluded.

Yours truly,

WALSH, MICAY AND COMPANY

Per:
G. Greg Brodsky, Q.C."

It should be noted that Mr. Brodsky acted for Katz at his trial on January 14, 1981 in Brandon, Manitoba.

In a statement made August 25, 1981 by Katz to the Commission's Investigator, W.L. Jewett, he said in part,

"In my Application, at Item 15 B where I used the words 'absolute discharge', I was quoting what my lawyer had told me. My probation was over and the whole matter was finished."

At this hearing Katz admitted freely to the Commission that his answer to Question 15 B in his application for registration dated June 15, 1981 was not true. He also admitted that the information given to Investigator Jewett was not true. Katz told the panel that these were stupid mistakes; that honest answers would have caused everything to fall apart. He expressed his regrets stating that he had learned his lesson.

The letter dated January 19, 1981 from Mr. Brodsky, set out above, is hardly an adequate comment on the Katz trial of January 19, 1981. In particular, it seems to be somewhat misleading to say "the charges...were disposed of...and are now concluded" when, as part of the sentence levied, Katz was placed on probation for one year. However, Katz knew he was on probation.

Investors Syndicate withdrew its sponsorship of Katz's application for registration as a mutual fund salesman until Katz's one year period of probation was finished. Accordingly, a new application for registration for Katz was filed on January 18, 1982. In this application the answer to Question 15 B was given by Katz as follows:

"Yes (see attd. letter)."

It is the understanding of the Commission that the letter referred to is the letter dated January 18, 1981 from

Mr. Brodsky of Walsh, Micay and Company filed with the first application for registration dated June 15, 1981. Again this answer and the letter from Mr. Brodsky fall short of what the Commission would consider to be an adequate answer to Question 15 B, in light of the charges levied against Katz and the sentences handed down at the trial held on January 14, 1981. The reference to an "absolute discharge" was omitted.

Katz's convictions on January 14, 1981 for (1) possession of a restricted drug for the purpose of trafficking, and (2) possession of a narcotic, together with his dishonest answer to Question 15 B in his application dated June 15, 1981 for registration as a mutual fund salesman (application subsequently withdrawn) and his less than satisfactory answer to Question 15 B in his application filed on January 18, 1982 lead the Commission to conclude that at this time he is not a suitable person for registration by the Commission. Accordingly, pursuant to section 8(3) of the Act the Commission confirms the decision of the Deputy Director, Registration, dated May 21, 1982 refusing the application by Katz for registration as a mutual fund salesman.

Commission counsel tendered an affidavit sworn by J.W. Powers, a member of the Royal Canadian Mounted Police, on May 14, 1982, at Yellowknife, Northwest Territories. Objection was taken to the introduction of this affidavit on the ground that the officer should be produced and subjected to cross-examination. While the panel permitted the affidavit to be introduced we did not rely on it in reaching our conclusions. However, the allegations made in it may be relevant in the event that Katz wishes to reapply for registration at some future date.

August 5, 1982

W. A. Simonton

A. T. Holland

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

- | | |
|------|---|
| "B" | - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding. |
| "D" | - Director of principal reporting issuer. |
| "DI" | - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |
| "K" | - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer. |
| "S" | - Senior Officer of principal reporting issuer. |
| "SI" | - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |

NATURE OF OWNERSHIP

- | | |
|-----------|---|
| No Symbol | - Securities are beneficially owned directly. |
| Symbol #1 | - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity. |

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, Matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AMCA INTERNATIONAL LIMITED	Common	Jack Hatcher Trust	DS	50500		59150
			Oct/82 --	X I		5000
AMERICAN EAGLE PETROLEUMS LTD	Common	Bartlett B Rombough	DI	I R		50
		Hyman Belzberg				
		Pasedena Stores Ltd	DI	I R		196346
		Samuel Belzberg Amended				
		Gibralter Stores Ltd	DDI	Oct/82 I	196346	196346
AMERICAN EXPRESS COMPANY	Common	Daniel U Pekarsky				
		Trustee of Bel-Boy Stores Ltd	D	Oct/82 I	196346	196346
		Hasbrouck B Miller	S	Oct/82	2000	10109
		Wife		--		1457
AMERICAN OAKWOOD ENERGY LTD	Common	Daughter		--		2374
		Dallas E Hawkins II	DS	I R		333451
		Edward G McMullan	D	I R		17619
		Oakwood Petroleum Ltd	B	I R		3138315
		John M Partridge	SI	I R		11704
ANDRES WINES LTD	Class A	Kenneth W Germond	DS	I R		27752
		D Nolan Blades	SI	I R		4200
		Maurice Sauve	D	I R		100

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ANGLO UNITED DEVELOPMENT CORPORATION LIMITED	Common	Northgate Exploration Limited Private Transaction	Oct/82		2879500	---
ATCO LTD	Class I	Norman W Robertson Share Purchase Plan	Oct/82 --		200	--- 3537
AUBET RESOURCES INC	Common	John A Honsberger	Sep/82	2500		5000
AUGDOME CORPORATION LIMITED	Common	David Douglas Martin	Oct/82		2000	6001
B M I CAPITAL INC	Common	Alec Lam	Oct/82 Oct/82	60000	26000	130000
		Gerald F McCall	Oct/82 Oct/82	185985	14500	681548
	Pfd Class B	Gerald F McCall	Sep/82	R	22445	---
	Common	George B Sukornyk	Oct/82	M	30000	1204043
BANK OF MONTREAL	Common	Frederick S Burbidge Burben Limited	Oct/82 Oct/82 M1		2500	---
		Joseph D Jenikov Amended RRSP	Oct/82 --		200	269 454
		R J Normand	Oct/82		500	27
	Pfd Series 2	R J Normand	Oct/82	300		1500
	Warrants	R J Normand	Oct/82		200	---
BANK OF NOVA SCOTIA, THE	Common	Glenn M Morrell	Oct/82		500	72f

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BECKER MILK COMPANY LIMITED, THE	Pfd B	R W Lowe	Sep/82		6000	---
			Oct/82		15984	---
BELL CANADA	Common	A Magi	Aug/82		1000	---
		J Peter Gordon	Oct/82	5		108
		J Peter Gordon	Oct/82	3000		3000
	Common	Guy Houle	Oct/82	146		3674
		Leonce Montambault Amended	Aug/82	47		311
		Wife	Oct/82	8		100
			--	1		
		Claude St Onge	Oct/82	2		148
		Savings Plan	Oct/82	146		894
			--	1		
	Common	John E Sinclair	--			12
		Son	Oct/82	1		
			Oct/82		18	2
	Common	James S Spalding	Oct/82	23		
		RRSP	Oct/82		200	106
			--	1		268
	DS	Orland Tropea	Oct/82	90		4325
			Oct/82	146		
	Common	Walter F Light	--			7711
		National Trust Company RRSP	Oct/82	57		807
			--	1		267

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BELL CANADA (Continued)	Common	John D MacDonald Savings Plan	-- Oct/82	15		404 288
		Daniel E Sullivan Indirect Holdings	Oct/82 --	500 1		500 1130
		James M Gillies	Oct/82		2500	---
BLAKE RESOURCES LTD	Common	DI				
BLUE MOUNTAIN RESORTS LIMITED	Common	Dr Donald C McGillivray	Oct/82	90		2025
		DS DISI Executor of the Estate of Josef Weider	-- --	1 1		48214 55115
		Jozo Weider Ltd				
BRAMALEA LIMITED	Common	Kenneth E Field	--			1932984
		DS 1979 Employee Stock Purchase Plan				
		Exercise of Control-	Oct/82	1	1773	83621
		Vivian Budd	Oct/82	M1	474400	---
		Exercise of Control-	Oct/82	M1	490800	---
		Ted Field	--	1		184990
		Other Indirect				
		J Richard Shiff				
		Amended	--			
		S Beneficial Indirect Exercise of Control-	Oct/82	1	1773	31000 83621
		Dorich Holdings Ltd	Oct/82	M1	495000	---
		Exercise of Control-	Oct/82	M1	319600	---
		Lorando Holdings Ltd	Oct/82	M1	280000	---
		Exercise of Control-				
		Syndex Holdings Ltd	Oct/82	M1		
		Exercise of Control-				
		Wermarla Investments Limited	Oct/82	M1	225000	---
		Exercise of Control-				
		Dorgren Holdings Ltd	Oct/82	M1	6000	---
		Other Indirect	--	1		222230

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRINCO LIMITED	Pfd Series A	Hugh R Snyder	DS Oct/82		900	68275
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Common	Stuart Waddell Wife	S Oct/82 -- 1		5000	8480 800
C I L INC	Common	Frederick S Burbidge Burben Limited	D Oct/82 M Oct/82 M1	500	500	--- 500
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Pfd Series A	The Cadillac Fairview Corporation Limited	Oct/82 Oct/82 R	20000	20000	---
CAE INDUSTRIES LTD	Common	H Heward Stikeman Victor Delta Holdings Ltd In Trust	D Sep/82 T Sep/82 Sep/82 T1 -- 1	3947 5808	18600	204691 328581 400
		Roy Fraser Elliot R F E Ltd	DB Oct/82 -- 1		25900	2391978 26303
		Kenneth L Hansell	SI Oct/82	3600		13983
CAMPBELL RESOURCES INC	Common	John J Fleming	D Oct/82	15000		16000
CAMPEAU CORPORATION	Common	Douglas A Beggs Stock Purchase Plan	S Oct/82 M1	3297		76050
		William J Carroll Stock Purchase Plan Torax Investments C & S Investors	DS Oct/82 Oct/82 M1 -- 1 -- 1	18132	10000	121864 365147 1800 1600

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAMPEAU CORPORATION (Continued)	Common	Raymond Chevrier Stock Purchase Plan	-- Oct/82 M1	2885		2986 32873
		Donald J Cresswell Stock Purchase Plan	-- Oct/82 M1	3297		2859 73760
		Jean M Gaudreault Stock Purchase Plan	Oct/82 Oct/82 M1	2472	1000	1700 43161
		Clark W Gillaspie Stock Purchase Plan	S Oct/82 M1	802		21885
		David King Stock Purchase Plan	DS Oct/82 Oct/82 M1	19780	10300	144083 519530
		J R Levesque Stock Purchase Plan	S Oct/82 M1	687		18757
		Ronald B McCartney Stock Purchase Plan	DS Oct/82 Oct/82 M1	15660	5000	60100 582504
		Donald A McMaster Stock Purchase Plan	-- Oct/82 M1	3297		1321 89386
		Leonard B McQuarrie Stock Purchase Plan	-- Oct/82 M1	4121		12277 111362
		John P Van Haastrecht Stock Purchase Plan	S Oct/82 M1	3755		89549
		Roland Villemaire Stock Purchase Plan	-- Oct/82 M1	1648		3591 37858

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAMPEAU CORPORATION (Continued)	Common	Timothy J Walker Stock Purchase Plan	S Oct/82 Oct/82 M1	4121	8100	900 76658
CANADA CEMENT LAFARGE LTD	Common	James B Lendrum Indirect Holdings	D I R 1			6000
CANADA DEVELOPMENT CORPORATION	Common	Pierre Cote	D Oct/82 T	20		4318
		H Anthony Hampson	D Oct/82 T	102		1549
		Mary S Lamontagne	D Oct/82 T	3		69
		Maurice Moreau	D Oct/82 T	33		597
CANADA PACKERS INC	Common	Canada Packers Inc	Oct/82 Oct/82 R	2000	2000	---
CANADA TRUSTCO MORTGAGE COMPANY	Warrants	Beryl M Ivey Beehive Invesments Limited	D Oct/82 Z1	1000		1000
CANADIAN OCCIDENTAL PETROLEUM LTD	Common	Norman R Richards Savings Plan	S Oct/82 -- 1		2000	3100 5594
		Johannes J Brummer Savings Plan	S Oct/82 X -- 1	300		3000 8306
CANADIAN PACIFIC LIMITED	Ordinary	Frederick S Burbridge Burben Limited	D DIS Oct/82 M Oct/82 M1	3600		2000 3600
	7 1/4% Series A	Canadian Pacific Ltd	Oct/82 Oct/82 R	4254	4254	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN UTILITIES LIMITED	2nd Pfd Series H	Peter L P Macdonnell D	Oct/82	1000		1000
		Donald M Murray S	Nov/82	200		200
		Hugh J S Pearson DI	Nov/82	165		165
CANDORE EXPLORATIONS LIMITED	Class A	Harry I Miller DS	Oct/82	5000		15001
		H Vance White D	Oct/82	10000		20001
		Murray Axmith DS	Oct/82		10000	84209
CANRAY RESOURCES LIMITED	Common					
CANUSA ENERGY LTD	Common	Bonanza Oil & Gas Ltd B	Oct/82	E	1290114	884295
CARLING O'KEEFE LIMITED		Asim Ghosh DISI	I R			---
		Richard B Mitchell DISI	I R			---
		Richard Rylko DISI	I R			---
CARMA LTD	Class A	Klaus Springer D	Oct/82	10000		
		Springer Dev Corp	Oct/82		5000	663506 294154
			--	I		
CARVERN INTERNATIONAL INDUSTRIES LTD	Common	Samuel J Carter DS	Oct/82		11800	33200
		Howe Developments Ltd				
			--	I		161500
CASSIDY'S LTD	Common	James H Brodeur DS	--			816
		RRSP	Sep/82	1000		
			Oct/82	1000		4000
		Brodrum Inc	Oct/82	600		9929
		OSSP	--	I		1504
		Spouse	--	I		1300

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CASSIDY'S LTD (Continued)	Pfd A	Cassidy's Ltd	Oct/82 Oct/82	300 R	300	---
CCL INDUSTRIES INC	Common	Edward G Johnston 451711 Ontario Limited	DS Nov/82	1	30000	188000
CENTRAL TRUST COMPANY	Common	Glendon F Eddy	D Sep/82		1300	2300
CENTURY ENERGY CORP LTD	Common	John V Dodds	DB Oct/82		39000	335000
CHUM LIMITED	Common	Marjorie V Waters	D Oct/82	100		1600
COCKFIELD BROWN INC	Common	Extendicare Ltd 489060 Ontario Ltd	B Oct/82 --	900 1		7200 271356
COMAPLEX RESOURCES INTER- NATIONAL LTD	Common	Murray W Pyke	DS Nov/82		1000	152646
		James S Rogers	D --			123374
		NuLife	Oct/82	1	750	11375
		Manor	--	1		50000
		D F Rogers	--	1		40000
COMINCO LTD	Common	Frederick S Burbidge	D DISI Oct/82	M	110	---
		Burben Limited	Oct/82	MI	110	110
	Pfd A	Canadian Pacific Ltd B	Oct/82 oct/82	6700 R	6700	---
COMMERCIAL OIL AND GAS LTD	Common	Commercial Oil and Gas Ltd	Oct/82	12000		294046
COMTERM INC	Common	Richard Shirley	DS Oct/82		15000	175460

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONIAGAS MINES LIMITED, THE	Common	James H Morlock RRSP	Oct/82 Oct/82	500 200		24501 15000
CONSOLIDATED BATHURST INC	Common	J G MacLeod In Trust	Sep/82 --		2000	4000 7200
CONSOLIDATED CANADIAN FARADAY LIMITED	Common	Conwest Exploration Company Limited	B Oct/82	42100		1440070
CONSOLIDATED GOLDSEC EXPLORATIONS LIMITED	Common	George S Cross Milne Investments Limited	S Oct/82 Oct/82 Oct/82		10000 10000	----
CONSOLIDATED PROFESSOR MINES LIMITED	Common	G R Cunningham- Dunlop Bay Contractros Ltd Temiskaming Construction Ltd	DS -- Oct/82 --		8000	56235 11179 735498
CONTROL DATA CORPORATION	Common	James T Halom	S Oct/82		300	6470
COTTON VALLEY RESOURCES INC	Common	Harry I Miller	DS I R			500
CROWN TRUST COMPANY	Common	Leonard C Rosenberg	DB I R			50
		Renee Rosenberg	D I R			100
		Lyon Wexler	D I R			125
		Harold Shneer	D I R			100
		Harold Zlotnik	D Oct/82		100	----

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CROWN TRUST COMPANY (Continued)	Common	Gordon E Arnell	D Oct/82		150	---
		CanWest Capital Corporation	B Oct/82		407340	---
		CanWest Financial Services Corporation	Oct/82	1	13250	---
		Sidney Lebow	D I R			100
DICKENSON MINES LIMITED	Class A	H Vance White RRSP	DS Oct/82	32450		32450
			--	1		571
		H Vance White RRSP	DS Oct/82	2000		75969
			--	1		8071
DIGITECH LTD	Common	David B Nicholson DDIS	Oct/82		6500	11000
		Conrad-Burt Industries Ltd	--	1		67385
		Harry Braid	S Oct/82	17		1176
		Alan R Evans	S Oct/82	6		390
DOMTAR INC	Common	Charles A McCrae	S Oct/82	31		2121
		Caisse de depot et Placement du Quebec	B Oct/82	23781		1608502
		Jan A J Meyers	S Dec/81	T 154		254
		Caisse de depot et Placement du Quebec	B Oct/82	\$10000000		\$12740000
DRUMMOND MCCALL INC	Series A	Christopher Coulthard	DS			
		388224 Ontario Ltd	Oct/82	1	1000	2000
		Retirement Pension Plan National Trust	Oct/82	1	3035	227247

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ECONOMIC INVESTMENT TRUST LIMITED	Common	Dominion and Anglo Investment Corp Ltd	B Oct/82	20000		254535
ELECTROHOME LIMITED	Class X	Donald S Sykes	D Oct/82		900	7825
EPITEK INTERNATIONAL INC	Common	James N Gardner Trustee 221140 Alberta Ltd	-- Oct/82 --		32027	2517067 480383 950831
ETHYL CORPORATION	Common	Lloyd B Andrew Savings Plan	-- Oct/82		192	3784 7334
		Lawrence E Blanchard Jr Savings Plan Wife	-- Oct/82 --		229	24285 9734 1000
		E Whitehead Elmore Savings Plan	S Oct/82	1	204	5576
		Paul E Weimer Savings Plan	S -- Oct/82		125	4000 2307
		Marcelain F Gautreaux Savings Plan	DS -- Oct/82		67	6488 4692
		E Malcolm Harvey Savings Plan	S -- Oct/82		121	520 8442
		Albert B Horn Jr Savings Plan	DS Oct/82 Oct/82	G I	800 43	3528 4164
EXPLORATION AIGUEBELLE INC	Units	Fernand Dubuc	D I R			5
	Common	Roland A Dugre	D I R			2000
EXXETER RESOURCES CORP	Common	Michael D DeRosa	DS Oct/82 Oct/82		26000 25000	145102

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FIRST CALGARY PETROLEUMS LTD	9% Con Pfd	W Bruce Kippen 96267 Canada Ltd	-- Oct/82	1	2500	30000 110597
FIRST OHIO EXPLORATIONS INC	Common	Thomas R Heale	D I R			1
		Fred Munger	S I R			2
		Gerald Iscove	D I R			1
FISHER OIL & GAS CORPORATION	Common	Daniel W Fisher	D Sep/82		1000	1152500
FOODEX INC	Preferred	Frank V Vetere	DS Nov/82		6400	---
FRASER INC	Common	Bruce W Hicks Stock Purchase Plan	S Oct/82 Oct/82	M M1	50	1405 925
		Edward R Frisby Stock Purchase Plan	S Oct/82 Oct/82	M M1	50	1666 125
GALVESTON PETROLEUMS LTD	Common	Ventora Resources Ltd	B Sep/82		10000	675000
GANE ENERGY CORPORATION LTD		Bruce R Libin	B I R			---
		Douglas W Miller	DI I R			---
		James W Davidson	DI I R			---
GAZ METROPOLITAN INC	7 1/4% Deb	Caisse de depot et Placement du Quebec	B Oct/82	\$400000		\$3475000
GENERAL AMERICAN OIL COMPANY OF TEXAS	Common	Vela M Broadfoot Children	DI Oct/82 oct/82	T T1	390 189	13467 6490

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL DISTRIBUTORS OF CANADA LTD	Warrants Class A	Francis D Ouden	SI Oct/82		1000	---
		General Distributors of Canada Ltd-Pooled Pension Fund	DI Oct/82	5000		25000
	Warrants	General Distributors of Canada Ltd-Pooled Pension Fund	DI Oct/82	15000		75000
		Norman Radun	DI Oct/82		5000	---
		Patrick J Matthews	SI Nov/82		3000	---
		G Allan MacKenzie	SI Nov/82		1000	---
	Common	Robert W Truxell Savings Stock Purchase Program	S Oct/82 --		280	1609
		Robert J Cook Owned Jointly Savings Stock Purchase Program Other Indirect	S Oct/82 -- --		684	2201 66
						4325 8824
		Lloyd E Reuss Savings Stock Purchase Program	S Oct/82 --		100	3043
						613
		William E Hoglund	S Oct/82 M Oct/82	986		1057
		Savings Stock Purchase Program Other Indirect			986	1075 900

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION (Continued)	Common	Ludvik F Koci	S Oct/82		120	456
		Savings Stock Purchase Plan	--	1		388
		Charles T Fisher III D	---			568
			Sep/82	1	143	
		Children	Sep/82	21	517	1175
		Other Indirect	Sep/82	MI	392	395
			--	1		6533
		Alfred S Warren Jr	S Oct/82		500	2033
		Wife	--	1		39
		Other Indirect	--	1		3015
GEOCRUDE ENERGY INC	Common	James A Dabbs	DS			65160
		Sundown Energy Ltd	Oct/82	1	6760	568264
GOLDALE INVESTMENTS LIMITED	Class A	Mark M Tanz				
		United Income Properties Ltd	DISI Oct/82	1	3700	504800
GOLDEN BRIAR MINES LTD	Common	James B Goad	DS			
		Chesapeake Limited	D Sep/82		2000	72125
GOLDEN SHADOW RESOURCES INC	Unit	Dr Gerald Pearson	S I R		2500	69625
		Elliot B Rosenberg	S I R			2
GOLDSEARCH INC	Common	James R Mullins	DS Oct/82	X 30000		1
		Goodyear Canada Inc				39000
GOODYEAR CANADA INC	Preferred	Trustee	Oct/82	1		
			Oct/82	RI	523	11
GORDEX MINERALS LIMITED	Common	John C Archibald	D I R			1

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GOWGANDA RESOURCES INC	Common	Konstantine K Weigand	D Oct/82 Oct/82	6000	11500	108500
GREAT NORTHERN FINANCIAL CORP	Common	Lawrence A Brenzel L A Brenzel Securities Limited	D Oct/82 1		400	6100
GREAT PACIFIC INDUSTRIES INC	Common	James A Pattison Jim Pattison Investments Limited	DSB Oct/82 1	7900		2993200
GUARDIAN CAPITAL GROUP LIMITED	Common	Carl V Christensen	S Oct/82		100	---
		Guardian Capital Group Limited	Aug/82 Oct/82 R	45400	55	45400
		Gurston I Rosenfeld	D Oct/82 Oct/82	5400	12000	101625
GULF OIL CORPORATION	Common	Herbert E Hansen	D Oct/82		1132	60
HARDEE FARMS INTERNATIONAL LTD	Common	Cecil H Franklin Algonquin Mercantile Corporation	DSB -- Oct/82 1 Nov/82 1 -- 1	2500 200		200
		Minaco Equipment Ltd				2843769 98477
HARRIS STEEL GROUP INC	Class A	Bruce J Timmerman RRSP	S Oct/82 -- 1	500		3500 200
		Harris Steel Group Inc	Oct/82 Oct/82 R	100	100	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HERITAGE GROUP INC, THE	Common	Frederick P Schneider	--			2500
		Stock Loan Purchase Plan	Oct/82	1	900	1550
		Other Indirect	--	1		74147
	Class A	Frederick P Schneider	Oct/82	1200		2400
		Laurel Ridge Investments Ltd	Oct/82	1		162666
		RRSP	--	1		---
		Other Indirect	--	1		35500
	Common	Henry George Beben	Oct/82	925		8345
		Gordon A Reid	Sep/82	700		12154
HIRAM WALKER RESOURCES LTD	Common	Ronald S Loughheed	Oct/82		2000	3255
		HCI Holdings Ltd	Oct/82		6000	180700
HOLMER GOLD MINES LIMITED	Common	Paul E Meredith	Oct/82		4000	677359
HUCAMP MINES LIMITED	Common	Conwest Explorations Company Limited	Oct/82	5592		758321
HUDSON'S BAY COMPANY	Pfd Series A	Hudson's Bay Company	Oct/82	7300		---
			Oct/82	R		
	Common	Hudson's Bay Company	Oct/82	28080		---
			Oct/82	R		

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HUMBOLDT ENERGY CORPORATION	Common	Charles A Teare	I R			1174530
		Indirect Holdings	I R	1		9030
	Subordinate	Charles A Teare	I R			28875
		Indirect Holdings	I R	1		18610
	Common	Robert W Lamond	I R			8551200
Mrs Mary Lamond		I R	1		142800	
	RRSP	Oct/82	1	2360	2360	
IMASCO LIMITED	Subordinate	Robert W Lamond	I R			1146000
		Rubicon Investments Limited	I R	1		433450
	Common	Jean H Richer	Sep/82	250		2350
IMPERIAL OIL LIMITED	Class A	Exxon Corporation	Oct/82	15200		109018599
INEXCO OIL COMPANY	Common	William A A Karau	Aug/82	500		3200
INTER-CITY GAS CORPORATION	Common	Norman John Didur	Sep/82	162		28662
		Reginald Noseworthy	Sep/82	31		5031
		Robert Grant Graham	Sep/82	546		281446
		Donald Sheldon Rogers	Sep/82	18		40180
	Capital	Ronald F Casella	Oct/82	-		4182
INTERNATIONAL BUSINESS MACHINES CORPORATION		H Mitchell Watson Jr	Oct/82	22		6833
		P Martin Foley	Oct/82	2553		12266
		Son	--	1		20

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNATIONAL BUSINESS MACHINES CORPORATION (Continued)	Capital	Thomas C Irwin Spouse	S Oct/82 --	X 137		262 154
		Nicholas deBelleville Katzenbach Wife	DS Oct/82 --	1 10423		26393 192
		Kaspar V Cassani	S Oct/82		300	13601
		Thomas J Watson Jr Wife	D Oct/82 --	G 1	2176	171635 72071
		Clarence B Rogers Jr Children	S Oct/82 --	X 1		18210 286
		Terry R Lautenbach	S Oct/82	X 3255		8560
		Victor J Goldberg	S Oct/82	X 116		5905
		Frank T Cary Wife	DS Oct/82 --	X 1	1024	33026 380
		Washington G Thomson S Trusteed	--			10255
		Investment Plan Employee Stock Ownership Plan	Oct/82	1 262		5119
INTERNORTH INC	Common	Frederick A Burls Trusteed	S --			426 600
		Investment Plan Employee Stock Ownership Plan	Oct/82	1 135		1651
			--	1		314

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNORTH INC (Continued)	Common	Vernon E Dalton Trusteed Investment Plan Employee Stock Ownership Plan	Oct/82	1	72	1415
			--	1		194
		James M McClymond Trusteed Investment Plan Employee Stock Ownership Plan	Oct/82		4000	8348
			Oct/82	1	159	3945
			--	1		360
		Roy A Meirhenry Trusteed Investment Plan Other Indirect	--			3700
			Oct/82	1	264	5937
			--			1305
		Stephen M Sawtell Trusteed Investment Plan Other Indirect	--			2108
			Oct/82	1	152	5803
			--			388
		James W White Trusteed Investment Plan Employee Stock Ownership Plan	Oct/82	1	161	3426
			--	1		221
		Dean W Wallace Trusteed Investment Plan Employee Stock Ownership Plan	--			4000
			Oct/82	1	129	2302
			--			345

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNORTH INC (Continued)	Common	Willis A Strauss	DS	---		59
		Trusteed				
		Investment Plan	Oct/82	1	1310	47416
		Other Indirect	---	1		476
		Samuel F Segnar	DS	---		35450
		Trusteed				
		Investment Plan	Oct/82	1	634	14593
		Other Indirect	---	1		8400
		Dan L Gardner	S	---		3880
		Trusteed				
INVERMERE RESOURCES LTD	Common	Investment Plan	Oct/82	1	328	8575
		Other Indirect	---	1		529
		Rocco LoChiano	S	---		18360
		Trusteed				
		Investment Plan	Oct/82	1	420	11528
		Other Indirect	---	1		3319
		Gordon L Severa	S	---		9300
		Trusteed				
		Investment Plan	Oct/82	1	489	15093
		Other Indirect	---	1		6650
INVESTORS GROUP, THE	Common	Canalands Energy Corporation	B	Oct/82	11000	333800
		Paul Desmarais	B			
		Power Corp of Canada Ltd	Oct/82	1	100	171650
		Shawinigan Industries Ltd	---	1		4334566
		Trans-Canada Corp Fund Ltd	---	1		2292656

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INVESTORS GROUP, THE (Continued)	Class A Common	Paul Desmarais	Oct/82	306		740396
		Power Corp of Canada Ltd				
		Shawinigan Industries Ltd				
		Trans-Canada Corp				
		Fund Ltd				
IRWIN TOY LIMITED	Preferred	Paul Desmarais	Oct/82	1	150	191525
		Power Corp of Canada Ltd				
		Shawinigan Industries Ltd				
		Trans-Canada Corp				
		Fund Ltd				
JANNOCK LIMITED	Non-Voting Ordinary	Louis Boaretti*	Oct/82	1	11200	9226
		George Edward Mara				
		Daza Investments				
		William J R Paton				
		Wilsah Consultants Ltd				
JOHN LABATT LIMITED	Common A	Donald Gilpin	Oct/82	1	30000	200000
		Willmot				
		Willhaven Limited				
		Ivan Keith Sexsmith				
		Frank McLaughlin				
		Share Purchase Plan	Oct/82	1	750	25

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED (Continued)	Common A	William James Emmerton	S Oct/82		50	---
		Peter Nigel Tinling Widdrington	DS Oct/82	X 25000		
		RRSP	Oct/82	1	19000	12000 694
LA SOCIETE EN COMMANDITE AIGUEBELLE 1982	Units	Guy Hebert	DS I R			10
LA VERENDRYE MANAGEMENT CORPORATION	Common Class A	Boutin Dominique Trust La Verendrye Management Corporation	S Oct/82	25		47326 11920
			---	1		
			---	1		10806
		Gilles Plante	S Oct/82	25		2204 1500
		Stock Option Plan	---	1		
LANDBANK RESOURCES LTD	Common	David Craig	D I R			200
LANGIS SILVER & COBALT MINING COMPANY LIMITED	Common	Harry Idris Miller	DS Oct/82		2000	23608
		Herbert Rodney Heard	D Sep/82 Oct/82	50000	49000	1000
		Robert Alfred Halet	D Oct/82		10000	20000
LAURASIA RESOURCES LIMITED	Common	Arthur Cresswell Aspinwall Howe A C A Howe International	D Oct/82		42500	92548
			---	1		281
LEIGH INSTRUMENTS LIMITED	Common	W Cecil Hickling Trust	S Oct/82		2000	25380 12000
			---	1		

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LEVY INDUSTRIES LIMITED	Preference	Seaway Multi-Corp Limited	B Oct/82	200		184265
LINEAR TECHNOLOGY INC	Common	Robert Grafton Simpson	DSB I R			319200
LITTLE LONG LAC GOLD MINES LIMITED	Common	I T H Hamilton	DS Oct/82 Oct/82	X 3000	3000	1950
LUMONICS INC	Common	Gordon A Mauchel	S Oct/82		11000	22994
		Allan Raymond Buchanan	S Oct/82		20000	81999
		Douglas J James	S I R			3000
MACLEAN HUNTER LIMITED	Class X	Frederick T Metcalf	DS Oct/82	T 2545		498552
		Maclean-Hunter Holdings Limited	B Oct/82	T 62336		7205400
MACQUEST RESOURCES LTD	Common	Ronald Frank Holdsworth	DS Oct/82		15402	181673 15450
		V M R Holdings Ltd	--	I 1		
		Peter Joseph Gross	DS Oct/82		20000	146865
		Macquest Resources Ltd	--	I 1		200000
MANNVILLE OIL & GAS LTD	Common	James R Shaw	D --			5000
		James R Shaw Securities Limited	Oct/82	I 900		900
		Other Indirect	--	I 1		102920

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MAREAST EXPLORATIONS LIMITED	Common	George F Ross	DS Oct/82		10000	75000
MCDONALD'S CORPORATION	Common	Donald G Lubin	D Oct/82 V	614		1843
		Charles W Broadbent	S Oct/82 V	2520		2880
		William Paul Youngclaus*	S Oct/82 V	125		375
		Richard J Boylan	D Oct/82 X	12576		14076
MERCANTILE BANK OF CANADA, THE	Common	Bernard J Goyette	S Oct/82		3500	----
METALORE RESOURCES LIMITED	Common	Hugh Ashton Winter	S Oct/82	500		8000
MINERAL RESOURCES INTERNATIONAL LIMITED	Common	Michael F K Carter L & M Carter Management Ltd	DS I R I			50000
		Charles Franklin Agar Holding Company	D Oct/82 -- 1		25000	75001 4250
MITEL CORPORATION	Common	Conrad Lewis	S Oct/82	4000		9711
	Call Mar/83	Donald C Webster Helix Investments Limited	D Oct/82 1		1000	----
MOFFAT COMMUNICATIONS LIMITED	Common	James W McLaughlin	S Oct/82 Oct/82	1500		----
		Stock Purchase Plan	-- 1		1725	6000
		William A Davis Family Stock Purchase Plan	S Oct/82 Oct/82 -- 1	25 50		950 1173 6000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MOLCO INDUSTRIES LIMITED	Common	Walter Hindle Nara Corp	Oct/82 I		19500	44000
MOLSON COMPANIES LIMITED, THE Class "A"		Stuart Leslie Hartley	Oct/82		4000	1045
		Peter Beaufort Stewart				
			Jul/82 T	193		
			Oct/82 T	172		
			Oct/82		5000	6181
MONENCO LIMITED	Common	Douglas Henry Stanley	Oct.82		2538	---
		I A Cross	Oct/82		2572	---
		Donald G Willmot Willcrest Limited	Oct/82 T1	1572		892
			Oct/82 I		1572	100000
		Arthur Stewart Demers DI				
MONTREAL TRUST COMPANY	Common	Arthur S Demers Consulting Limited	Oct/82 I	2000		12500
		Arthur Francis Knowles	Oct/82 E		200	---
		Arthur Valentine Mauro	Oct/82 E		500	---
		Paul Desmarais Jr	Oct/82 E		500	---
		Paul Britton Paine Q.C.	Oct/82 E		2500	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MONTREAL TRUST COMPANY (Continued)	Common	Peter Duncan Curry	D Oct/82	E	5000	---
		MacKenzie McMurray	D Oct/82	E	500	---
		Louis-Philippe de Grandpre	D Oct/82	E	500	---
		Norman Cunningham Children	S Oct/82 Oct/82	E E1	50 50	---
		R Ross Pritchard*	S Oct/82		5	---
		Douglas Albert Berlis	D Oct/82	E	500	---
		Robert Gratton	S Oct/82	E	13700	---
		Clarence Edward Atchison	DI Oct/82	E	600	---
		Colin Rudyerd Gemmell Haddock Wife	S Oct/82 Oct/82	E E1	5 5	---
		Ronald Bond	S Oct/82	E	25	---
		Robert Howell Jones	D Oct/82	E	500	---
		J Taylor Kennedy	D Oct/82	E	500	---
		James William Burns	DS Oct/82	E	2500	---
		Pierre Larue	D Oct/82	E	500	---
		Douglas Thomas Waite	S Oct/82		1000	3500
		W Kenneth Proctor	S Oct/82	E	25	---
		Claire B Beaudoin	D Oct/82	E	500	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MONTREAL TRUSTCO INC	Series A Common	Clarence Edward Atchison	D I R			2100
		Douglas Albert Berlis	D I R			1750
		H A Smith	D I R			1750
		Arthur Francis Knowles	DI I R			700
		Paul Desmarais Jr	D I R			1750
		Arthur Valentine Mauro	D DISI I R			1750
		Pierre Larue	D I R			1750
		John Morrow Godfrey Q.C.	D I R			3500
		Robert Gratton	S I R			47950
		Robert Howell Jones	D DISI I R			1750
		J Taylor Kennedy	D I R			1750
		Claire B Beaudoin	D I R			1750
		Peter Duncan Curry	D I R			17500
		Norman Cunningham Children	S I R I R I			175 175
		MacKenzie McMurray	D I R			1750

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MONTREAL TRUSTCO INC (Continued)	Class A Common	Robert William Bonner	D I R			500
		Louis-Philippe de Grandpre	D I R			1750
N.B. COOK CORPORATION LTD	Common	Eleanor Amy Agabob	S Oct/82		20000	---
NATIONAL TRUST COMPANY COMPANY	Common	Robert Gibson Darling RRSP	S 1982	5		132
NEW BRUNSWICK TELEPHONE COMPANY, LIMITED, THE	Common	John T Reid Trust Other Indirect	S --- Oct/82 T1 -- 1	1		1053 20 755
		J T Richard Savoie	D Oct/82 T	3		142
		Andrew H McCain	D Oct/82 T	60		2329
		Gerald B Lawson	D Oct/82 T	10		400
		Alfred R Landry	D Oct/82 T	4		145
		Burton D Colter	D Oct/82 T	74		359
		Simon L Bujold	D Oct/82 T	8		325
NORCEN ENERGY RESOURCES LIMITED		Robert F Anderson	D I R			---
NORMICK PERRON INC	Second Preferred Series A	R T Kenny Amended Lievre Valley Investments Inc	D			
			Sep/82 1	224		224

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORMICK PERRON INC (Continued)	Second Preferred Series A	Jean A Desjardins Q.C.	D Oct/82	862		862
	Common	Marcel Gagnon	S I R			313
	Preferred	Marcel Gagnon	S I R			80
	Common	Raymond Carrier	S Oct/82	50		3437
NORTHERN AND CENTRAL GAS CORPORATION LIMITED	Third Preference B	Norcen Energy Resources Limited	B Oct/82		305	84698
	Third Preference C	Norcen Energy Resources Limited	B Oct/82		46000	368000
		Robert F Anderson	DI I R			---
	Common	Elliott Turcot Spouse Investment Plan	DI Oct/82 -- 1 -- 1		200	200 --- 14
NORTHLAND BANK		Orland Tropea	DI Oct/82		100	3
	Common	Ralph Baldwin MacMillan Edmonton Properties Ltd	D Feb/82		5000	500
			Aug/82 I Sep/82 I	10000 10000		94500
	Warrants	Ralph Baldwin MacMillan	D Feb/82 I		20000	48000
NORTHUMBERLAND MINES LIMITED	Common	Harry Shlesinger Shlesinger Corporation Services (1975) Ltd	S I R I R I			2345
						16063
		William Lee Young	DSB Oct/82 E	38040		663509

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NOVA, AN ALBERTA CORPORATION	Call NVA 7-1/2%	Eric Henry Shelton*	S Oct/82 Oct/82	9500	8500	----
	Preferred	Clinton Dale Richards	S Sep/82		1700	----
NOWSCO WELL SERVICE LTD	Common	Stanley Patrick Shouldice 259860 Alberta Limited	D ---			43153
			Oct/82	1	10000	249145
NU-WEST GROUP LIMITED	Class A	M Rodney Gerla RRSP	S Oct/82 ---	1	5000	165851 30331
OCCIDENTAL PETROLEUM CORPORATION	Common	Thomas D Jenkins Thrift Plan	S --- 1982	1 1371		55069 8964
ODYSSEY INDUSTRIES INCORPORATED	Common	Alton M Adams	DSI Sep/82 Oct/82	100 2700		54400
		Joseph Yvon Robichaud Profile-United Industries Ltd	DS Oct/82 --	300		7600
			1			2877600
ORRWELL ENERGY CORPORATION LTD	Common	Charles Gordon Awde	DS Oct/82	100000		525643
		James Barry Somervail	DS Oct/82	20000		81751
PAMOUR PORCUPINE MINES LIMITED	Common	Roland Michener	D Oct/82		1000	6100
PANCANADIAN PETROLEUM LIMITED	Common	Frederick Stewart Burbidge Burben Limited	D DSI Oct/82 Oct/82 M1		100	----
				100		100

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PENNINGTONS STORES LIMITED	Preference	Penningtons Stores Limited	Oct/82	499		
			Oct/82	R	499	---
PETROHUNTER ENERGY LTD	Common	Walter P Birnie-Browne	I R			22000
		Dennis Comm	I R			65000
		Sierra Drilling Ltd	I R	I		50000
POCO PETROLEUMS LTD	Common	Allan Paul Markin	Oct/82	10000		101500
PRECAMBRIAN SHIELD RESOURCES LIMITED	Common	Union Gas Limited	B Oct/82	M 882353		17832925
PROVIGO INC	Common	Jean-Louis Lamontagne	S Oct/82		30800	42252
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Common	Robert W Lockwood	S Oct/82	9		957
		wife	Oct/82	M1 11		153
		Son	Oct/82	M1 11		71
PYTHON RESOURCES AND INVESTMENT CORPORATION	Common	Donald E Smith	DS Oct/82	10000		60000
		Donald E Smith & Associates Limited				
QUEBEC-TELEPHONE	Common	Caisse de Depot et Placement du Quebec	B Oct/82	20751		741880
REALCAP HOLDINGS LIMITED	Class A	David Samuel Ades	D ---			12735
		D S Ades Management	Oct/82	1 4400		42800
		RRSP	--	I		10535
		DPSP	--	I		3500
		Roger Ian Coe	S Oct/82	1000		---
			Oct/82		2050	1600
		RSP	Oct/82	1	10	1400
		Wife	--	1		1750
		DPSP	--	1		

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
RILEY'S DATASHARE INTERNATIONAL LTD	Common	Donald Evan Plewes	DS Oct/82	1400		125700
RIO ALTO EXPLORATION LTD	Common	Douglas Warren Hilland Private Companies Controlled	DS Oct/82 -- 1	10000		99868 10385
		Janet P Hille RRSP	S Oct/82 -- 1	10000		15000 5000
		Gale Marie Sopczak	S I R			4000
ROCKWELL INTERNATIONAL CORPORATION	Common	Edward A Loeser	S Oct/82		3296	9200
ROXY PETROLEUM	Common	Dawn R McKeag	DI I R			100
ROYAL BANK OF CANADA, THE	Common	William price Wilder D Whitshed Limited	Oct/82 -- 1	1000		7750 11250
		Robert Burns Cameron	--			37812
		Maritime Steel and Foundries Limited	Oct/82 M1		103276	---
		Eastern Steel Limited	Oct/82 M1	103276		
		Cameron Corporation Limited	Oct/82 1		12500	214576
		South Shore Steel Limited	-- 1			185240
		Cape Breton Steel Limited	-- 1			4000
			-- 1			7672
ROYAL TRUSTCO LIMITED	Preferred C Series D Preferred	George William Stoyles	Oct/82	125		125
		Charles Joseph Clark D	Oct/82	1200		1200

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SCARBORO RESOURCES LIMITED	Common	Robert P McBean RRSP	Oct/82 --	1	2500	391400 1000
SCINTREX LIMITED	Common	Jon Gillis Baird	Oct/82		200	---
SEAQUEST ENERGY LTD	Common	Ludovic W Philippot Algartex Industries Ltd	--			30340
SENLAC RESOURCES INC	Common	Cartier Resources Inc	Oct/82	1	2900	14250
SHELTER HYDROCARBONS LIMITED	Class A	Saltcoats Finance and Management Ltd	I R		24000	429050
		Lount Corporation	I R			1559
		Arni Clayton Thorsteinson	I R			157715
SHEPHERD PRODUCTS LIMITED	Common	Marvin W Ross	Oct/82	100		199650
SILVER EUREKA CORPORATION	Common	G Richard Cunningham-Dunlop Bay Contractors Limited	Sep/82 Oct/82	1 1	1000 4000	1630
SILVER PACK RESOURCES LTD	Common	Derek Pearl	Oct/82	20000		24800
SILVERTON RESOURCES LTD	Common	Harry S Campbell Amended Indirect Holding	Aug/82 --	1886		28500
SONOR PETROLEUM CORPORATION	Common	John N McVicar	I R			29807 1700 4000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SPAR AEROSPACE LIMITED	Common	Crowborough Investments Limited	B Oct/82		19000	553840
	Common	Leonard J Kincaid	S Sep/82 Sep/82	247	247	----
	Warrants	Roland B Dodwell RRSP	D Oct/82	1	1000	1000
ST. FABIEN EXPLORATIONS INC	Common	William J Solloway The Royal Trust Company, S.A.	D Oct/82	1	274000	110000
	Class A	Peter Mollard	S Oct/82	200		2700
STANDARD INDUSTRIES LIMITED	Common	Richard M Morrow Joint Tenancy with Wife	D Oct/82	G	345	25455
			--	1		1255
STANDARD TRUSTCO LIMITED	Common	Kathleen Mawson RRSP	S Oct/82 Oct/82	35 9		1250 326
		Peter F McGoldrick	S I R			----
SULPETRO LIMITED	Class B Common	Gregory L Osmond	S I R			100
SUMACH RESOURCES INC	Common	George S Cross Milne Invesments Limited	S Oct/82	5000		85000
	Common	William Edward Schmidt	D Oct/82 Oct/82	19000	19000	149800

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SYDNEY DEVELOPMENT CORPORATION	Common	David Geoffrey Peter Allan	Oct/82	X		
			Oct/82		47000	
			Oct/82			28900
			--	1	1000	26050
TEMAGAMI OIL & OIL LTD	Common	RRSP Curmudgeon Corp	--			9600
			--	1		40000
			Oct/82			
			Oct/82			
TINTINA MINES LIMITED	Common	Andrew Sarlos Donbarn Investments HCI Holdings	Oct/82	1	40000	---
			Oct/82	1	417000	---
			Nov/82	1	100000	---
TINTINA MINES LIMITED	Common	Cecil Hammond Franklin Minaco Equipment Limited Algonquin Mercantile Corporation	--			20900
			Oct/82	1	3000	1883405
			--	1		331900
TORONTO SUN PUBLISHING	Common	Robert Michael Franklin RRSP	--			25200
			Oct/82	1	500	8500
TORONTO-DOMINION BANK, THE	Common	Albert J Latner Latner Family Trust	Oct/82	1	30000	1510
			Oct/82		2000	5000
TORSTAR CORPORATION	1st Preference	Gordon Peter Osler	Oct/82			
			Oct/82			
TRADERS GROUP LIMITED	Class A	Torstar Corporation	Oct/82	100		
			Oct/82	R		
TRADERS GROUP LIMITED	Class A	Douglas Vining Northcott McCutcheon Private Transaction	Oct/82			
			Oct/82			
TRADERS GROUP LIMITED	Class A	Frederic York McCutcheon Private Transaction	Oct/82			
			Oct/82			
TRADERS GROUP LIMITED	Class A	Frederic York McCutcheon Private Transaction	Oct/82			
			Oct/82			
TRADERS GROUP LIMITED	Class A	Frederic York McCutcheon Private Transaction	Oct/82			
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TRADERS GROUP LIMITED	Class A	Frederic York McCutcheon Private Transaction	Oct/82			
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TRADERS GROUP LIMITED	Class A	Frederic York McCutcheon Private Transaction	Oct/82			
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ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRANS ALTA UTILITIES CORPORATION	12/5% Retractable Preferred	John Wallace Madill D Amended	Sep/82	200		200
			Jul/82	T		
			Oct/82	T		431
TRANS-CANADA RESOURCES LTD	Class A Common	John Wallace Madill D Amended				
TRANS-CANADA RESOURCES LTD	Common	Bruce Allan Macdonald Clanranald Holdings Ltd RRSP				
TRANS-CANADA RESOURCES LTD	Common	Guy LeRoy Dakin Amended				
TRIMAC LIMITED	Common	Antonie Vanden Brink				
TRIZEC CORPORATION LTD	Common	Edmund Sardachuk Montreal Trust Co PDB Investments Ltd				
TRIZEC CORPORATION LTD	Common	Kevin Edgar Benson				
TRIZEC CORPORATION LTD	Common	Montreal Trust Company				
TRIZEC CORPORATION LTD	Common	Harold P Milavsky DS Midfire Investments Ltd PDP Investments Ltd Monray & Co				
TRIZEC CORPORATION LTD	Common	John M Arnold Montreal Trust Co				

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRIZEC CORPORATION LTD (Continued)	Common	Joseph F Killi	S Sep/82 X Sep/82	2300	2300	7000
TURBO RESOURCES LIMITED	Warrants	Ian Richard Mills	S Oct/82		4375	4375
TWIN RICHFIELD OILS LTD	Class A Convertible	West-Can Resource Finance Corporation Ltd	S Oct/82	200		638199
ULSTER PETROLEUMS LTD	Common	Bruce A Macdonald	D Oct/82		13000	24346
UNICORP CANADA CORP	Class B	Lawrence A Brenzel L A Brenzel Securities Ltd	D Oct/82 1		100	37886
	9% Preferred	Lawrence A Brenzel L A Brenzel Securities Ltd Lawrence A Brenzel Limited	D Oct/82 1 Oct/82 1 -- 1		1400	---
						6700
UNION GAS LIMITED	Common	Donald Charles Ingram Share Ownership Plan	S Oct/82 415 Oct/82 119			10760
		Stephen Terrence Bellringer ESOP	S Oct/82 415 Oct/82 -- 1 --		1003	10415 926
		Abram Wiebe Fambau Limited	D Oct/82 1 --		10500	640 344042

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
UNION GAS LTD (Continued)	Common	John Burgess Jolley S Amended Indirect Holding	Oct/82 X	332		3907
			-- 1			6426
		E Crawford S Indirect Holding	Oct/82 X	83		2628
			-- 1			1023
UNITED CORPORATIONS LIMITED	Common	William Price D Wilder	I R			200
UNITED FINANCIAL MANAGEMENT LIMITED	Common	Exco Corporation Limited B	Oct/82	1025		11809665
UNITED SISCOE MINES LIMITED	Common	Maxwell Goldhar D Two Kiss Holdings Limited	Oct/82 1		7400	138000
VEDRON LIMITED	Common	Leon Fredrick La DS Prairie	Oct/82		1000	165890
VERSATILE CORPORATION	Class 'A'	Kenneth R Keeping S	I R			12364
	Class 'B'	Kenneth R Keeping S	I R			11282
VICTORIA AND GREY TRUST COMPANY	Common	Craig S Millar S	I R			60
		Victoria and Grey Trustco Limited B	Oct/82	521		9097851
VICTORIA AND GREY TRUSTCO LIMITED	Common	William Henry D Somerville	Nov/82			11113

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
VS SERVICES LTD	Common	Michael S Schweitzer	Jan/82	100		
			Nov/82		100	---
		Don Harold Green	I R			297
WAINOCO OIL CORPORATION	Common	John Barry Allen	I R			270
		Darcy D Schindewolf	S Oct/82		2368	2400
		William G Star	DSB Oct/82		15000	1110000
WESTFORT PETROLEUMS LIMITED	Common	The Resource Service Group Ltd	B Oct/82	18100		3534132
		J Lawson Kennedy	DS Oct/82		1000	10751
		wife	---	1		225
WITCO CHEMICAL CORPORATION	Common	Gill Construction Limited	Oct/82	7900		432300
YORK CENTRE CORPORATION	Class A					

REPORT UNDER SECTION 113 OF THE ACT

NAME OF MANAGEMENT COMPANY: NATIONAL TRUST COMPANY LIMITED

<u>Seller</u>	<u>Purchaser</u>	<u>Date of Transaction</u>	<u>Nature of Transaction</u>
ML Monthly Income Trust 82-1	National Trust Company Limited	Sept. 9, 1982	99 Trust Units @ \$519.49 per unit
	A/c # HR 2635		
	MP 3853		
	OTT RSPT 40412Q		
	OTT RSPT 40418		
	OTT RSPT 40438		

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 1, 1982		# Aztec Jojoba Limited Partnership - units	\$ 1,600.00	40 units
	<u>Purchasers of 2 units:</u> E.F. Cachia, Stephen Adams, J.D. Thorndycraft, R.A. Galbraith, Colin C. West			
	<u>Purchasers of 6 units:</u> John Fisher, Westbury Investments (Oshawā) Ltd.			
Oct. 30, 1982	<u>Purchaser of 18 units:</u> H.P. Graham Limited			3,534 shrs
		The Money Fund Limited class "A" voting preference shares series two	100.00	
Nov. 8, 1982	Gord Taylor	The Club Med Ixtapa Special - units	5,100.00	1 unit
"	Damian Lee	"	"	4 units
"	Eric Aagaard	"	"	1 unit
"	Bruce Clark	"	"	1 "
"	Dr. D.H. Gear	"	"	1 "
"	Roy Van Sickle	"	"	3 units
"	Bruno Fattore	"	"	1 unit
"	Dave Mitchell	"	"	2 units
"	Paul Lee	"	"	5 "
"	Joseph Vetere	"	"	1 unit
"	Nicole Abbatt	"	"	1 "
"	Paul Phelan	"	"	1 "
"	Claire Congdon	"	"	1 "
"	Robert West	"	"	1 "

Offering Memorandum

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 8, 1982	Jack Sussman	The Club Med Ixtapa Special - units	\$ 5,100.00	1 unit
"	Eugene Fung	"	"	1 "
"	Borje Salming	"	"	1 "
"	Gerald A. Sears	"	"	1 "
"	Marilyn Bloovol	"	"	1 "
Oct. 28, 1982	Harold Livergant	Rubicon Films-units	500.00	10 "
"	Edper Investments Holdings Ltd.	"	"	20 "

FORM 21 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 30, 1982	Jan. 29, 1981	H. Vance White	Nearctic Resources	\$ 1.20	2,000 shrs
"	"	"	Inc.-common shares		
"	"	"	"	1.15	2,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Murray W. Pyke	Comaplex Resources International Ltd. common shares	20,000 shrs
Martha G. Billes	Canadian Tire Corp. Ltd. - class "A"	50,000 "
Harvey S. Wolfe	The Oshawa Group Ltd. - class "A" shares	10,000 "

TAKE-OVER BIDS, ISSUER BIDS

NOTICE OF INTENTION - FORM 35

FISCAL INVESTMENTS LIMITED

CONTINUOUS DISCLOSURE FILINGS

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

A ANNUAL FINANCIAL STATEMENTS
B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
C INTERIM FINANCIAL STATEMENTS
D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
E OTHER REPORTS
F REPORT OF MATERIAL CHANGE (FORM 27)

800 KENNEDY ROAD LIMITED	A B E
ACKLANDS LIMITED	E
ALBANY OIL & GAS LIMITED	A B C E
ALCAN ALUMINUM LIMITED	E
ALGONQUIN MERCANTILE CORPORATION	F
AMAX INC.	E
AMERICAN EXPRESS COMPANY	C E
AMPAL-AMERICAN ISRAEL CORPORATION	C E
ANSIL RESOURCES LIMITED	B C E
ARGUS CORPORATION LIMITED	C
ASAMERA INC.	C
ASSOCIATED RECREATION CORP.	A B
AURELIAN DEVELOPERS LTD.	E
B P CANADA INC.	F
BAND-ORE GOLD MINES LIMITED	E
BANK OF NOVA SCOTIA	E
BLYTHWOOD MINING LIMITED	C
BRALORNE RESOURCES LIMITED	C
BRASCAN LIMITED	C E
BRENDA MINES LIMITED	C
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	E
BROULAN REEF MINES LIMITED	E
BRUNSWICK MINING AND SMELTING CORPORATION LIMITED	E
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	E
CANADA TRUSTCO MORTGAGE COMPANY, THE	E
CANADIAN CORPORATE MANAGEMENT COMPANY LIMITED	C
CANADIAN CURTISS-WRIGHT LIMITED	C
CANADIAN IMPERIAL BANK OF COMMERCE	E
CANADIAN MARCONI COMPANY	E
CANADIAN PACIFIC ENTERPRISES LIMITED	E
CANNON MINES LIMITED	C
CAPITAL DYNAMICS LIMITED	A B C E
CARENA-BANCORP HOLDINGS INC.	E
CARMA LTD.	E
CAROLIN MINES LTD.	A B C E
CELANESE CANADA INC.	E
CENTRAL TRUST COMPANY	C E
CENTURY ENERGY CORPORATION	C E
CHARRIOT RESOURCES LTD.	F

CHEROKEE RESOURCES LIMITED	E
CHIEFTAIN DEVELOPMENT CO. LTD.	E
CHRYSLER CORPORATION	E
CHUM LIMITED	E
CINCINNATI RESOURCES INC.	E
CLAREMONT MINES LIMITED	C E
COLOR YOUR WORLD, INC.	C
COMINCO LTD.	C
COMPUTALOG GEARHART LTD.	E
CONSOLIDATED COMPUTER INC.	A B E
CONSOLIDATED GASCOME OILS LTD.	C E
CONSUMERS GLASS COMPANY LIMITED	C
CONTROLLED FOODS INTERNATIONAL LTD.	C
CORBY DISTILLERIES LIMITED	A B E
CORONATION RESOURCES (CANADA) INC.	C E
CORPORATION FALCONBRIDGE COPPER	E
CORRIDA OILS LTD.	A
CROWN LIFE INSURANCE COMPANY	C E
CRCWN TRUST COMPANY	E
DAON CENTRE LIMITED PARTNERSHIP	B
DAON DEVELOPMENT CORPORATION	E
DICKENSON MINES LTD.	C E
DOFASCO INC.	E
DOMINION CITRUS & DRUGS LTD.	F
DOMINION-SCOTTISH INVESTMENTS LTD.	A B
DOW CHEMICAL COMPANY, THE	C
DRUG TRADING COMPANY LIMITED	C E
DYNAMAR ENERGY LIMITED	E
EAGLET MINES LIMITED	E
ENERGY & RESOURCES (CAM) LIMITED	B E
ETHYL CORPORATION	C
FEDERAL PIONEER LIMITED	C
FIN RESOURCES INC.	A
FLYING CROSS PETROLEUM CORP.	A
GANDALF TECHNOLOGIES INC.	E
GARBELL HOLDINGS LIMITED	B
GEDDES RESOURCES LIMITED	E
GENERAL MOTORS CORPORATION	C
GEORGE WESTON LIMITED	E
GIANT YELLOWKNIFE MINES LIMITED	C
GIBRALTAR MINES LIMITED	C
GLENCAIR RESOURCES INC.	C
GOLDEN FALCON EXPLORATIONS INC.	C
GOLDLUND MINES LIMITED	E
GOLDSEARCH INC.	E
GOODYEAR CANADA INC.	E
GRANDMA LEE'S INC.	E
GUARANTY TRUST COMPANY OF CANADA	E
GULF CANADA LIMITED	E
H. PAULIN & CO., LIMITED	E
HALLIBURTON COMPANY	C
HARRIS STEEL GROUP INC.	E
HARVEY WOODS LIMITED	E
HAVELOCK ENERGY & RESOURCES INC.	C
HUGHES TOOL COMPANY	C
HYDRA EXPLORATIONS LIMITED	A B C
I.T.L. INDUSTRIES LIMITED	C
IMASCO LIMITED	E
INDAL LIMITED	E

INFINITUM GROWTH FUND INC.	C
INTER-CITY GAS CORPORATION	C E
JAMEX RESOURCES LIMITED	C
JANNOCK LIMITED	C
JOHNSON AND JOHNSON	C
KAM-KOTIA MINES LIMITED	C
KERR ADDISON MINES LIMITED	E
KEY LAKE EXPLORATIONS LIMITED	E
LAVA CAP RESOURCES LTD.	F
LAWSON & JONES LIMITED	C
LES MINES EST-MALARTIC LTEE	E
LES TERRAINS AURIFERES MALARTIC (QUEBEC) LIMITEE	E
LONG LAC MINERALS LTD.	E
LONSDALE APARTMENT PROJECT	A
M P G INVESTMENT CORPORATION LIMITED	E
MAPLEX MANAGEMENT & HOLDINGS LIMITED	C
MAYNARD ENERGY INC.	E
McFINLEY MINES LIMITED	C
MELCOR DEVELOPMENTS LTD.	E
MERLAND EXPLORATIONS LIMITED	E
MINERAL RESOURCES INTERNATIONAL LIMITED	E
MITEL CORPORATION	E
MOLSON COMPANIES LIMITED, THE	E
MOORE CORPORATION LIMITED	C
N B COOK CORPORATION LTD.	A B C
NASHUA CORPORATION	C
NATIONAL SEA PRODUCTS LIMITED	E
NEWCREST DEVELOPMENTS LIMITED	E
NICKEL RIM MINES LIMITED	C
NOBLE MINES & OILS LTD.	C
NOMA INDUSTRIES LIMITED	C
NORCEN ENERGY RESOURCES LIMITED	E
NORTH MBERLAND MINES LIMITED	C
NOWSCO WELL SERVICE LTD.	C
OFF YOUR ROCKER	E
PAGE PETROLEUM LTD.	E
PAN-CANA 81	B E
PANCANADIAN PETROLEUM LTD.	E
PEGASUS GOLD LTD.	E
PHAETON EXPLORATIONS LTD.	C
PHILLIPS CABLES LIMITED	C E
PLACER DEVELOPMENT LIMITED	E
PORTFIELD INDUSTRIES INC.	E
PRICE COMPANY LIMITED, THE	C
QUEBEC-TELEPHONE	C
RANCHMEN'S RESOURCES (1976) LTD.	E
RANGER OIL LIMITED	E
RESOURCE SERVICE GROUP LTD.	E
REVENUE PROPERTIES COMPANY LIMITED	C E
RICH GROUP YELLOWKNIFE MINES LIMITED	E
RIO ALGOM LIMITED	C E
ROGERS CABLESYSTEMS INC.	E
ROLLAND INC.	C E
RONNOCO GOLD MINES, LIMITED	C E
ROYFUND EQUITY LTD.	E
ROYFUND INCOME TRUST	E
RUPERTSLAND RESOURCES CO. LTD.	E
SANDWELL AND COMPANY LIMITED	E

SANRETA OILS & GAS RESOURCES LTD.	C E
SEAWAY TRUST COMPANY	E F
SELKIRK COMMUNICATIONS LIMITED	C E
SHAW INDUSTRIES LTD.	E
SHAWNEE PETROLEUMS LIMITED	C
SHELL CANADA LIMITED	E
SHELL OIL COMPANY	C E
SILUNIT LIMITED	E
SILVERWOOD INDUSTRIES LIMITED	C
SONOR INVESTMENTS LIMITED	B E
SPAR AEROSPACE LIMITED	E
STANDARD BROADCASTING CORPORATION LIMITED	E
STEINBERG INC.	E
STUART HOUSE INTERNATIONAL LIMITED	C E
SUMMIT GOLD MINES INC.	A E
SUNCOR INC.	C E
SYDNEY DEVELOPMENT CORPORATION	E
TECTONIC ENERGY CORPORATION	E
TEXACO CANADA INC.	C
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	C E
THOMPSON-LUNDMARK GOLD MINES LIMITED	E
TIMKEN COMPANY, THE	E
TIPPERARY RESOURCES LIMITED	A C E
TONECRAFT REALTY NNC.	C E
TORONTO CREDITS LIMITED	C E
TORONTO SUN PUBLISHING CORPORATION, THE	E
TORSTAR CORPORATION	C E
TRADERS GROUP LIMITED	E
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	E
TRANS-CANADA RESOURCES LTD.	E
TRANSPACIFIC ASBESTOS INC.	E
TRIZEC CORPORATION LTD.	E
TUNDRA GOLD MINES LIMITED	C E
TURBO RESOURCES LIMITED	E
TWIN RICHFIELD OILS LTD.	E
ULTRAMAR PLC.	E
UNITED ASBESTOS INC.	E
UNITED WESTBURNE INDUSTRIES LIMITED	E
UNIVERSAL FUELS COMPANY	C
UNIVERSAL SAVINGS AMERICAN FUND	E
UNIVERSAL SAVINGS EQUITY FUND LIMITED	E
UNIVERSAL SAVINGS INCOME FUND	E
UNIVERSAL SAVINGS JAPAN FUND	E
UNIVERSAL SAVINGS NATURAL RESOURCE AND ENERGY FUND	E
VULCAN INDUSTRIAL PACKAGING LIMITED	E
WAJAX LIMITED	E
WELDWOOD OF CANADA LIMITED	C E
WHARF RESOURCES LTD.	E
WHITE PASS & YUKON CORPORATION LIMITED, THE	E
WHONNOCK INDUSTRIES LIMITED	E
WILLROY MINES LIMITED	E
WIX INC.	C E
WORLDWIDE ENERGY CORPORATION	E
ZENMAC EXPLORATIONS LIMITED	E
A B C ENERGY LTD.	E
BCI MANAGEMENT CORP.	C
COMMODORE MINING & RESOURCES LTD.	E

DAVIS KEAYS MINING LTD.	C
DOMTAR SONOCO CONTAINERS INC.	E
DYNAMIC & RESOURCES LTD.	E
G B C CAPITAL LTD.	A
INTERNATIONAL PAPER COMPANY	C E
JAPAN FUND, INC., THE	C
MAJOREM MINERALS LTD.	A C
NORTH AMERICAN PHILIPS CORPORATION	C
PANARCTIC OILS LTD.	C
PANCONTINENTAL MINING LIMITED	A C E
PANCONTINENTAL PETROLEUM LIMITED	A C E
S & K PETROLEUM LTD.	E
SAFEWAY MINING & RESOURCES LTD.	E
SHOPPERS DRUG MART	E
TANDY CORPORATION	C E
TANTALUM MINING CORPORATION OF CANADA LIMITED (TANCO)	E
TELLURIDE PROSPECTING SYNDICATE	A E
UNITED MINING & RESOURCES LTD.	E
ZLATO RESOURCES CORP.	E

NEW ISSUE AND SECONDARY FINANCING

ALUMINUM COMPANY OF CANADA, LIMITED

Final receipt issued November 10, 1982 for a prospectus dated November 9, 1982, filed by Aluminum Company of Canada, Limited qualifying for sale in Ontario 7,750,000 Can. \$2.3125 cumulative redeemable retractable preference shares, Series A at Can. \$25 per share and 1,850,000 U.S. \$2.1875 cumulative redeemable retractable preference shares, Series B at U.S. \$25 per share to provide net proceeds in the aggregate before deducting expenses of issue of Can. \$242,151,705.

Underwriters: Dominion Securities Ames Limited
Wood Gundy Limited

AUBET RESOURCES INC.

Final receipt issued November 9, 1982 for a prospectus dated November 8, 1982 offering 850,000 units, each unit consisting of one common share and one Series "B" Warrant, at a price of \$.50 per unit, to net the company \$374,000 before expenses of issue.

This offering will be made on a best efforts basis.

There may also be a secondary offering of 210,000 common shares, none of the proceeds of which will accrue to the company.

Promoters: Leonard E. Wilson
Jack West
Resource Management and Financial Consultants Ltd.

Agent: Tom & Barnt Limited

AVCO FINANCIAL SERVICES CANADA LIMITED

Final receipt issued November 8, 1982 for a prospectus dated November 8, 1982 qualifying for sale in Ontario 13% guaranteed notes due 1988 at \$100 plus accrued interest if any, yielding proceeds to the company of \$49,200,000 before expenses of issue.

Underwriters: Dominion Securities Ames Limited
Midland Doherty Limited
Richardson Greenshields of Canada Limited
Wood Gundy Limited

FIRST OHIO EXPLORATIONS INC.

Final receipt issued November 4, 1982 for a prospectus dated October 29, 1982 qualifying for sale in Ontario an issue of 1,000,000 common shares at a price of \$1.05 to net the treasury of the company \$.52 1/2 per share. There will also be a secondary offering of 430,000 common shares without par value. None of the proceeds from the secondary issue will accrue to the corporate treasury.

Promoter: 498607 Ontario Inc.

Underwriter: Durham Securities Corporation

IMPERIAL SQUARE, WESTCHASE, LIMITED

Final receipt issued November 10, 1982 for a prospectus dated November 3, 1982 offering 6,225 limited partnership units, in multiples of 25 units, at a price of \$16,800 (U.S.) per 25 units, to net the partnership \$4,183,200 (U.S.) before expenses (including agent's commission) estimated to be \$547,826.

These units are offered on a best-efforts basis.

Promoters: Imperial Financial Services Limited
Imperial Group Financial Services U.S., Inc.

Agent: Imperial Securities Limited

INDUSTRIAL AMERICAN FUND

Final receipt issued November 9, 1982 for a prospectus dated October 25, 1982 offering mutual fund units at net asset value plus a sales charge.

Manager: MacKenzie Financial Corporation

INDUSTRIAL GROWTH FUND

Final receipt issued November 9, 1982 for a prospectus dated October 25, 1982 offering mutual fund units at net asset value plus a sales charge.

Manager: MacKenzie Financial Corporation

INDUSTRIAL PENSION FUND

Final receipt issued November 9, 1982 for a prospectus dated October 25, 1982 offering mutual fund units at net asset value plus a sales charge.

Manager: MacKenzie Financial Corporation

KENTWELL ENERGY CORPORATION

Final receipt issued November 10, 1982 for prospectus dated November 9, 1982 offering 400,000 common shares at a price of \$0.90 per share to net the company \$180,000 (\$0.45 per share) before expenses of issue.

There will also be a secondary offering of 160,000 shares, none of the proceeds of which will accrue to the company.

Promoter: Column Holdings Corp.

Underwriter: Marchment & MacKay Limited

LENORA EXPLORATIONS LTD.

Final receipt issued November 5, 1982 for prospectus dated November 2, 1982 filed by Lenora Explorations Ltd. qualifying for sale in Ontario on a best efforts basis 1,600 units at \$700 per unit, each unit consisting of 1,000 common shares, 500 common share purchase Warrants and a pro rata portion of a 2 1/2% net smelter returns royalty. Net proceeds to the corporation before expenses of issue will be \$1,040,000.

There will also be a secondary offering of a minimum of 65,000 common shares and a maximum of 160,000 common shares, none of the proceeds of which will accrue to the benefit of the corporation.

Promoters: Robert J. Kasner
Glenn C. Kasner

Agents: Merit Investment Corporation

MACKENZIE EQUITY FUND

Final receipt issued November 8, 1982 for a prospectus dated October 25, 1982 offering mutual fund units at net asset value plus a sales charge.

Manager: MacKenzie Financial Corporation

NOVA, AN ALBERTA CORPORATION

Final receipt issued November 5, 1982 for a prospectus dated November 4, 1982, qualifying for sale in Ontario 4,000,000 11.24% cumulative redeemable first preferred shares at \$25 per share to net the company proceeds of \$96,900,000 before expenses of issue.

Underwriters: Dominion Securities Ames Limited
Pitfield MacKay Ross Limited

SYDNEY ADVANCED TECHNOLOGY (1982) LIMITED PARTNERSHIP

Final receipt issued November 12, 1982 for a prospectus dated November 3, 1982, qualifying for sale in Ontario on a best efforts basis a minimum of 200 and a maximum of 1,000 units of limited partnership interest in Sydney Advance Technology (1982) Limited Partnership at \$10,000 per unit to provide net proceeds to the limited partnership of \$1,840,000 minimum and \$9,200,000 maximum before deducting expenses of the issue.

Promoters: Sydney Development Corporation
Sydney Research Corp.

Agent: C.M. Oliver & Company Limited

THE SUMMIT

Final receipt issued November 10, 1982 for a prospectus dated November 5, 1982, qualifying for sale in Ontario 2,000 limited partnership units at a price of \$5,000 per unit. There is a minimum subscription of 2 units.

Promoter: Shelter Corporation of Canada Limited

Agent: Shelter Financial Corporation

THOR RESOURCES INC.

Final receipt issued November 16, 1982 for final prospectus dated November 11, 1982, qualifying 350,000 common shares (without par value) to be offered at \$1.20 per share to net the company \$210,000.

There is also a secondary offering of 152,500 common shares, the proceeds from which will not accrue to the company.

Promoter: Glen E. Erikson

Underwriter: Young & Rowsell Securities Limited

WATERS EDGE TOWER LIMITED PARTNERSHIP

Final receipt issued November 8, 1982 for a prospectus dated November 3, 1982, qualifying for distribution in Ontario, an issue of 9,000,000 limited partnership units at \$1.00 per unit with a minimum subscription of 10,000 units.

Promoters: Qualico Developments Ltd.

Agent: Qualico Securities Ltd.

WHITEBURN PRECIOUS METALS LIMITED

A final receipt dated November 12, 1982, has been issued for the first amendment dated November 8, 1982 to a prospectus dated June 22, 1982 qualifying for sale in Ontario an additional 400,000 common shares at \$1.75 per share. Net proceeds to the company before expenses of issue will be \$350,000. In addition there is a secondary offering of 188,600 common shares at prices ranging from \$1.75 to \$2.75, none of the proceeds of which will accrue to the company. 28,600 shares of the secondary offering remained unsold from secondary offering of the June 22, 1982 prospectus.

Underwriter: Gordon-Daly Grenadier Limited

THE WOODLANDS

Final receipt issued November 12, 1982, for a prospectus, dated November 9, 1982, offering 634 limited partnership units, at a price of \$10,000 per unit, to net the limited partnership \$5,832,800 before expenses.

The units are being offered on a best efforts basis.

Agent: Wood Gundy Limited

Promoters: Western Securities Limited
Regent Securities Alberta Limited

PRELIMINARY PROSPECTUSES WITHDRAWN

BRITISH COLUMBIA TELEPHONE COMPANY

Preliminary prospectus dated August 25, 1982 has been withdrawn at the request of the company.

SULPETRO LIMITED

Preliminary prospectus, dated July 28, 1982, has been withdrawn by the company.

STATEMENT OF MATERIAL FACTS ACCEPTED

OSISKO LAKE MINES, LIMITED

The company is offering by way of fixed price offering on the floor of the Toronto Stock Exchange up to 750,000 common shares to provide the company with net proceeds of not less than \$100,000.

Agent: Housser & Company Limited

RIGHTS OFFERING ACCEPTED

WESTGROWTH PETROLEUMS LTD.

Material acceptable to the Commission has been received in respect of a proposed rights offering by Westgrowth Petroleum Ltd. pursuant to which common shareholders will have the right to acquire under Option 1 one 12% convertible first preferred share, Series B having a par value of \$5.00 per share for each eight common shares held at a price of \$5.00 per convertible preferred share, Series B, or, under Option 2, the right to earn by incurring qualifying expenditures one flow-through 12% convertible first preferred share, Series B for each eight common shares held at a price of \$6.50 per flow-through convertible preferred share, Series B.

Subscription Agent: National Trust Company Limited

Soliciting Dealer Group Manager: Merrill Lynch, Royal
Securities

Preliminary Prospectuses Received

November 10, 1982

Canadian Property Investors Trust

National Issue - Ontario

Offering Class A and Class B trust units at net asset value plus a subscription fee.

Distributed through registered dealers in Ontario.

UAP Inc.

Offering * Class A restricted voting shares and * share purchase warrants offered in units, each unit consisting of one Class A restricted voting share and * share purchase warrant which are not separable after * 1982.

Underwriter: Richardson Greenshields of Canada Limited

November 15, 1982

First City RealFund

National Issue - Ontario

Offering units at their net asset value.

Agent: McLeod Young Weir Limited

OTHER INFORMATION

RELEASE FROM ESCROW

PRONTO EXPLORATIONS LIMITED

Please be advised that the Ontario Securities Commission has consented to the pro rata release of 225,000 of the 675,000 common shares of Pronto Explorations Ltd. which are held in escrow by National Trust Company, Limited on condition that the balance of 450,000 escrowed common shares be donated back to the Company.

TRANSFERS WITHIN ESCROW

REGAL GOLDFIELDS LIMITED

<u>From</u>	<u>To</u>	<u>No. of Shares</u>
Ivan C. Stairs	Emsdale Sands Limited	702,000 common shares

PRONTO EXPLORATIONS LIMITED

<u>From</u>	<u>To</u>	<u>No. of Shares</u>
Joseph Hermann Hirshhorn)		373,500
Stephen Kay)		45,000
John L. Tindale)	Pronto Explorations	11,250
Chester J. Kuryliw)	Limited	11,250
John S. Adams)		6,000
E. Seagraves)		3,000
		<u>450,000</u>

STATISTICS OF FILINGS 1981-82

Comparative monthly and cumulative dollar value of financial filings accepted October, 1982

(IN \$000'S)

PROSPECTUSES	MONTH						CUMULATIVE	
	1981		1982		1981		1982	
	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt
Bank	-	-	30,000	-	575,100	150,000	207,500	-
Film	-	-	-	-	1,210	-	-	-
Finance	-	-	-	-	8,004	244,025	-	-
Industrial	152,500	27,716	361,333	35,000	1,743,440	538,216	1,558,481	35,000
M.U.R.B.	4,500	-	11,623	-	21,807	-	30,607	657,000
Natural Resource	1,150	-	-	-	21,706	-	-	-
-Mining - Junior	-	-	-	-	6,057	4,742	0,966	-
- Other	760	-	-	-	54,009	-	4,400	-
-Oil & Gas - Junior	6,250	-	-	-	330,014	-	12,444	-
- Other	3,000	-	20,000	-	105,010	-	90,000	-
Oil & Gas Program	-	-	3,000	-	1,000	-	3,000	-
S.B.D.C.	-	-	3,392	-	102,500	-	9,892	-
Miscellaneous	-	-	-	-	-	-	70,938	-
Sub Total	168,160	27,716	429,353	35,600	2,970,945	936,983	2,014,913	732,600
STATEMENTS OF MATERIAL FACTS								
Natural Resource	-	-	-	-	400	-	-	-
-Mining - Junior	-	-	-	-	-	-	-	-
- Other	-	-	-	-	1,675	-	-	-
-Oil & Gas - Junior	-	-	-	-	-	-	-	-
- Other	-	-	-	-	-	-	-	-
Sub Total	-	-	-	-	5,075	-	-	-
PRIVATE PLACEMENTS								
Film	569,413	100,512	592,386	163,387	4,736,754	1,259,771	2,237,170	1,303,244
Finance	1,192	-	1,680	-	98,380	0,000	18,031	16,431
Sub Total	570,605	100,512	594,066	163,387	4,835,134	1,260,771	2,255,201	1,319,675
TOTAL	738,765	137,228	1,024,424	198,987	7,811,163	2,206,716	4,270,114	2,052,275

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Ontario
Securities
Commission

OSC Bulletin

NOVEMBER 26, 1982

FEB 11 1983

VOLUME 4 #18/82

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CHANGE OF ADDRESS

Effective November 22, 1982, please be advised of the change of address of the Ontario Securities Commission offices to:

ONTARIO SECURITIES COMMISSION
Suite 1800, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

Our TDX Box 76.

The CDS also provide a box for OSC purposes at its facilities.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CERTAIN TRADES IN
SECURITIES OF NORANDA MINES LIMITED
BY ALFRED A. POWIS, WILLIAM JAMES
AND E. KENDALL CORK

NOTICE OF HEARING

(Section 124)

TAKE NOTICE that the Ontario Securities Commission (the "Commission") will hold a hearing pursuant to Section 124 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") at its offices on the 18th Floor, 20 Queen Street West, Toronto, Ontario on Monday, the 20th day of December, 1982 at the hour of 10:00 o'clock in the forenoon or so soon thereafter as the hearing can be held, to consider whether, in the public interest, it should order pursuant to Section 124(1) of the Act that any or all of the exemptions contained in Section 34 of the Act do not apply, or upon what terms and conditions such exemptions should continue to apply to Alfred A. Powis ("Powis"), William James ("James") and E. Kendall Cork ("Cork"), by reason of the following allegations:

1. On July 23rd, 1981 Brascan Limited ("Brascan") and the Caisse de Depot et Placement du Quebec ("Caisse") announced the formation of Brascade Resources Inc. ("Brascade"), a company to be owned 70% by Brascan and 30% by the Caisse. They also announced that Brascade would acquire Brascan's

and the Caisse's combined 28% holdings of Noranda Mines Limited ("Noranda") and would in the near future make a take-over bid for up to 20,000,000 Noranda common shares at a value of \$36 1/4 per share and up to 1.8 million Noranda convertible preferred shares at a value of \$109.00 per share, to increase Brascade's holdings to approximately 39.2% of each class.

2. Immediately subsequent to the announcement of the formation of Brascade referred to in paragraph 1 hereof, Noranda, inter alia, hired investment advisors, held board meetings to discuss the proposed take-over bid and examined a number of alternative defensive tactics involving discussions with several other companies. Meetings were also held by Messrs. Powis, James and Cork with both Brascan and the Caisse, which discussions eventually led to the agreement referred to in paragraph 7 hereof.

3. On July 28th, 1981 James, a director and Executive Vice-President of Noranda, sold 37,600 common shares of Noranda at an average price of \$33.51 per share for a gross receipt of \$1,259,976.00.

4. On August 4th and 5th, 1981, Powis, a director, Chairman of the Board and President of Noranda, sold a total of 20,000 common shares of Noranda at an average price of \$32.11 per share for a gross receipt of \$642,200.00.

5. Also, on August 4th and 5th, 1981, Cork, a Senior Vice-President and Treasurer of Noranda, sold a total of 10,000 Noranda common shares at an average price of \$32.03 per share for a gross receipt of \$320,300.00.

6. No public announcement of either the intention to sell or of the sale was made by any of Messrs. Powis, James or Cork, until the subsequent filing of insider reports.

7. On August 13th, 1981 Brascade and Noranda announced that an agreement had been reached pursuant to which Brascade would purchase from Noranda's treasury 12.5 million common shares at \$40.00 cash per share, and would amend its proposed take-over bid such that Brascade would offer to acquire only 10,000,000 common shares at a value of \$40.00 per share and 1.8 million convertible preferred shares at a value of \$110.00 per share. The announcement stated that Brascade's interest in Noranda would thereby be increased to 37%, assuming that the take-over bid was successful, that Brascade would be allowed proportionate representation on an expanded Noranda board of directors, and that Noranda would be preserved as a widely held public company with Brascade holding less than 50% of its shares.

8. The sale of shares referred to in paragraphs 3, 4 and 5 were made by Messrs. Powis, James and Cork at a time when sensitive discussions and negotiations were in progress and at a time when Noranda was considering taking action which might have had a significant effect on the market price of its securities. Messrs. Powis, James and Cork were intimately involved both in the negotiations and/or discussions and in the detailed consideration of potential actions by Noranda.

9. The sale of the shares by the named individuals under the circumstances outlined above was improper.

AND TAKE NOTICE that any party to these proceedings may be represented by counsel of his choice at the hearing;

AND TAKE NOTICE that if any party does not attend at this hearing, the Commission may proceed in his absence and he will not be entitled to any further notice in the proceedings.

November 25, 1982

Julie-Luce B. Farrell
Secretary to the
Ontario Securities Commission

The following notice was issued to members of the Toronto Stock Exchange.

THE TORONTO STOCK EXCHANGE

234 BAY STREET

TORONTO, CANADA

NOTICE TO MEMBERS
NO. 3696

November 17, 1982

CANADA POST CORPORATION - Definition of a "LETTER"

On November 2, 1982, in NOTICE TO MEMBERS NO. 3686, the Exchange alerted members to the potential disruption which could occur in the timely conveyance and exchange of documents and securities among participants in the securities market as a result of the revised definition of a "letter" currently proposed by Canada Post Corporation. It is intended that the revised definition become law on November 26th and be implemented on April 1, 1983.

On November 10, 1982, The Toronto Stock Exchange wrote to all members of the cabinet and the President of Canada Post Corporation requesting that either the definition be revised to exempt securities transactions from the definition of a letter or the consideration of the definition be delayed so that further review and consultation with members of the securities industry could take place. A copy of the Exchange's letter is enclosed for your reference.

Canada Post Corporation has not responded to the Exchange's suggestion, nor have we received any assurances that a satisfactory exemption will be considered after passage of the legislation.

Among others, the Chairman of the Ontario Securities Commission, the I.D.A., the V.S.E. and C.D.S. have all expressed their concerns about the effect of the definition on the efficient functioning of the capital markets and on mail related costs.

All members who have not already done so are urged to express your individual comments to the Government and the Post Office before November 26, 1982. Commentaries or telexes should be forwarded to:

The Honourable Andre Ouellet,
Minister of Consumer and Corporate
Affairs,
Place du Portage Tower 1,
50 Victoria Street,
Hull, Quebec.

Telex No. 0533694 CCA Hull

and to:

Mr. R. Michael Warren,
President,
Canada Post Corporation,
Room 970,
Station 1,
Confederation Heights,
Ottawa, Ontario
K1A 1A1

Telex No. 0534387

and to your local member of Parliament, with a copy to The Toronto Stock Exchange. Additional information and copies of the revised postal regulations may be obtained from the Exchange by contacting Leonard Petrillo (868-5116).

BY ORDER OF THE BOARD OF GOVERNORS

A.M. CURRIE
Secretary

THE TORONTO STOCK EXCHANGE

234 BAY STREET
TORONTO, CANADA
M5J 1R1

November 10, 1982.

The Right Honourable Pierre Elliott Trudeau
Prime Minister
Prime Minister's Office
Ottawa, Ontario
K1A 0A2

Dear Mr. Minister:

On behalf of the members and the Board of Governors of The Toronto Stock Exchange, I respectfully request that the Governor in Council refuse to approve the proposed regulation defining the word "letter" as currently submitted by the Canada Post Corporation.

The proposed definition encompasses securities, payment instructions, documents and forms containing relevant information, timely delivery of which is vital to the efficient daily functioning of the capital marketplace.

The Toronto Stock Exchange readily appreciates Canada Post's requirement of an extensive monopoly over the mail service and supports the concept of economical operations and reliable delivery to all areas of the country at standard rates. However, expeditious transfer of securities, payment instructions and other time sensitive information which is currently handled through clearing facilities or messenger services specifically established for that purpose by the securities industry and at the level of service essential for the Canadian capital market system cannot be provided by Canada Post.

Accordingly, I submit that the regulations be revised to exempt from the monopoly of Canada Post all certificates, instruments, documents and communications relating to the issuance, distribution, marketing, sale, purchase, trade, transfer or other disposition, exchange, clearing, settlement or custody of securities or commodities. It is in the public interest that the orderly functioning of the Canadian capital market not be impaired. The requested exemption is necessary in order to ensure that the special clearing facilities and messenger services established by the securities industry for delivery and receipt of documents and information can continue to be utilized.

...2

The concerns of the securities industry were previously detailed for Canada Post by the Canadian Depository For Securities Limited/La Caisse Canadienne De Depot De Valeurs Limitee and the Investment Dealers Association of Canada. The Toronto Stock Exchange supports the submissions of both these organizations. Revisions to the original definition addressed the concerns of the banking industry and its clearing facility; however, the requirements of the securities industry have evidently not yet been considered.

Therefore, I request that approval of the proposed definition of a "letter" be refused by the Governor in Council or the regulation be withdrawn until the concerns and requirements of the securities industry relating to the movement of securities and documents within the investment community have been fully considered.

Representatives of the securities industry request an early meeting with you and your Cabinet colleagues before the proposed regulation is considered in order that we may expand on and explain our concerns in detail.

Your assistance in the resolution of this very crucial issue will be much appreciated.

Yours very truly,

C.R. Younger,
Vice Chairman

c.c. Members of Cabinet

NOTICE

NATIONAL POLICY 2-B

GUIDE FOR ENGINEERS
AND GEOLOGISTS SUBMITTING OIL
AND GAS REPORTS TO
CANADIAN SECURITIES ADMINISTRATORS

The Canadian Securities Administrators have adopted National Policy 2-B entitled "Guide for Engineers and Geologists Submitting Oil and Gas Reports to Canadian Securities Administrators". The new policy, which was developed by the Alberta Securities Commission, supplants that portion of the present National Policy 2, "Guide for Engineers Geologists and Prospectors Submitting Reports to Canadian Provincial Securities Administrators", which deals with oil and gas properties. It is hoped that a new draft of National Policy 2 dealing only with mineral properties will be exposed in the near future and that the comments received will be available for consideration by the Canadian Securities Administrators at their Spring meeting in 1983.

Policy 2-B is published below at page 316E of this Bulletin. The new Policy is effective 15 December 1982.

NOTICE

NOTICE OF HEARING BY ONTARIO SECURITIES COMMISSION
ON THE APPLICATION OF THE TORONTO STOCK EXCHANGE
FOR ORDERS PURSUANT TO THE SECURITIES ACT
RELATING TO THE PROPOSAL OF THE
STOCK EXCHANGE TO FOSTER CAPITAL FORMATION FOR
JUNIOR RESOURCES AND INDUSTRIAL ENTERPRISES

The OSC has received the above referenced application from the TSE and a public hearing will be held on Tuesday December 7, 1982 commencing at 10 a.m. in the 18th Floor hearing room, Suite 1700, 20 Queen Street West, Toronto, Ontario.

Copies of the application to the Commission are available upon request from Florian Riddell at the TSE (947-4222).

Persons wishing to make submissions for appearances are invited to do so and are requested to notify the Secretary of the Commission of their intention to make submissions or appearances.

CURRENT PROCEEDINGS
BEFORE
ONTARIO SECURITIES COMMISSION

EFFECTIVE NOVEMBER 22, 1982, OUR NEW ADDRESS WILL BE:

Ontario Securities Commission
Suite 1800, BOX 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

PLEASE CONTACT SECRETARY'S OFFICE 963-0216
FOR EXACT LOCATION OF HEARINGS

MONDAY
NOV. 29, 1982
11:00 A.M. ZENMAC EXPLORATIONS LIMITED
S. 123

180 Dundas St. W.
21st Floor
Hearing Room #2 OSC - R. Rodgers
Panel: H. J. Knowles, Q.C.
H. S. Bray, Q.C.
R. T. Morgan
E. S. Miles
R. J. Kane
F. Iacobucci

(continuing from Nov. 12/82)

TUESDAY
NOVEMBER 30, 1982
11:00 A.M. IDEM

THURSDAY
DECEMBER 2, 1982
8:45 A.M. THE MAYFAIR APARTMENTS LIMITED
Ont. Reg. 637/82

180 Dundas St. W.
21st Floor
Hearing Room #2 Staff Counsel - M. Lang
For Applicant - G. J. Smith.

TUESDAY

DEC. 7, 1982

10:00 A.M.

20 Queen St. W.
Suite 1800

Consideration of T.S.E. proposal re:
Use of statements of material facts, as
initially discussed in the T.S.E. Report of
the Access Committee, entitled "Proposal to
Foster Capital Formation for Junior Resource
and Industrial Enterprises", dated October,
1981.

OSC - C. Salter
K. Boast
H. Malcolmson

NB: Copies of the above-mentioned Report
are available at the office of H.W.F.
McKay, Vice-President, Markets and
Market Development of the T.S.E., 234
Bay Street, Toronto, Ontario M5J 1R1.

WEDNESDAY

DEC. 8, 1982

2:30 P.M.

180 Dundas St. W.
21st Floor
Hearing Room #2

ENERGY & PRECIOUS METALS INC./ELECTRA
INVESTMENTS (CANADA) LIMITED

S. 124

R. Rodgers for OSC

Gar Emerson for Electra.

Edward P. Kerwin for Energy & Precious
Metals.

WEDNESDAY

DEC. 15, 1982

10:00 A.M.

20 Queen St. W.
Suite 1800

JOSEPH BURNETT

S. 124

OSC - Brian Bellmore
- Dennis Bigham

THURSDAY

JANUARY 27, 1982

8:45 A.M.

HUTTON COMMODITY RESERVE FUND LIMITED

Referral under section 60(4)

Staff Counsel - R. A. Lococo

For Applicant - Purdy Crawford.

(Rescheduled from December 2, 1982)

MONDAY

DEC. 20, 1982

10:00 A.M.

ALFRED A. POWIS, WILLIAM JAMES AND E.
KENDALL CORK RE: NORANDA MINES LIMITED

S. 124

OSC - Tom Lockwood

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF JOFFRE RESOURCES LTD.
AND JOFFRE OILS LTD.

RULING AND ORDER
(Sections 73 and 99)

UPON the application received on September 30, 1982 and perfected on October 25, 1982 of Joffre Resources Ltd. ("Joffre") and Joffre Oils Ltd. ("Joffre Oils"), companies incorporated under the laws of the Province of Alberta, to the Ontario Securities Commission (the "Commission") pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting them from certain requirements of Part XIX of the Act with respect to Joffre's proposed offer (the "Offer") to purchase all of the units in Joffre Oil & Gas Partnerships No. 5, 6 and 7 (the "Joffre Partnerships") and Alkebec-Joffre Oil & Gas Partnerships 79, No. 2, 5, 6, 7, 8, and 9 (collectively the "Alkebec Partnerships") (collectively with the Joffre Partnerships, the "Limited Partnerships") in exchange for common shares ("Subordinate Voting Shares") of Joffre and pursuant to section 73 of the Act for a ruling that the trade of certain of the units in the Joffre Partnerships pursuant to the Offer is not subject to sections 24 or 52 of the Act;

AND UPON Joffre and Joffre Oils representing to the Commission that:

1. Joffre is a reporting issuer under the Act and has its Subordinated Voting Shares listed on the Toronto, Montreal and Alberta stock exchanges;
2. Joffre Oils is a wholly-owned subsidiary of Joffre and is the general partner in each of the Joffre Partnerships and two of the Alkebec Partnerships;

3. Joffre is proposing to offer to each of the limited partners in the Limited Partnerships Subordinate Voting Shares (it being understood that all limited partners in any one Limited Partnership shall be offered the identical consideration) in exchange for each partnership unit held by such limited partners (the interest of a holder in one or more Limited Partnerships being collectively referred to herein and in the Offer as a "Partnership Unit").
4. The Offer will be subject to conditions in favour of Joffre (for the purposes of the Offer, the "Purchaser"), certain of which are in addition to those permitted under section 89(1)(12) of the Act, and will appear in the Offer as follows:

"The Purchaser reserves the right to withdraw the Offer and not take up and pay for any of the Partnership Units deposited:

- (a) if any undisclosed action prior to the date of the Offer, or any action subsequent to that date, by any person or company, other than the Purchaser, Joffre Oils and any director or employee of either of them, including a governmental or regulatory authority or by one of the Partnerships unless the Purchaser or an affiliate of the Purchaser is the general partner, or by a general partner thereof unless such general partner is the Purchaser or an affiliate thereof, its directors or senior officers unless such directors or employees are directors or employees of the Purchaser or an affiliate thereof, results in a material change in the affairs of any of the Partnerships to which the Offer relates specifically;
- (b) with respect only to persons subject to the laws of Quebec who hold Partnership Units, if the Commission des Valeurs Mobilières du Quebec has not confirmed prior to the termination of the Offer that it has no objection to the Offer and the issuance of Subordinate Voting Shares thereunder; or
- (c) if any required approval of a governmental or regulatory authority is not obtained prior to the expiration of the Offer, or if there exists at the time at which the Purchaser is required to take up and pay for the Partnership Units any enforceable prohibition by virtue of law of general application against so doing.

The foregoing conditions (a), (b) and (c) are for the sole benefit of the Purchaser and any or all such conditions may be waived, in whole or in part, by the Purchaser at its sole discretion.

If the Offer is withdrawn and the Purchaser elects not to take up and pay for Partnership Units pursuant to conditions (a), (b) or (c) above, the Purchaser shall give notice in writing to that effect either directly or through the Depositary at its principal office in Calgary, and the Depositary shall return the Letter of Acceptance representing such Partnership Units and any other documentation required to be deposited pursuant to the Offer, to the parties by whom they were deposited,"; and

5. Certain Ontario resident holders of Partnership Units of the Joffre Partnerships who are not persons described in subparagraph 1(1)11.iii of the Act, but whose Partnership Units are governed by resale restrictions imposed by the Act ("Ontario Offerees") would be unable to rely on a prospectus exemption in accepting the Offer;

AND UPON the Commission being of the opinion that it would not be prejudicial to the public interest to do so;

IT IS RULED pursuant to subsection 73(1) of the Act that the sale by the Ontario Offerees in accordance with the terms of the Offer is not subject to sections 24 and 52 of the Act; and

IT IS ORDERED pursuant to section 99(e) of the Act that Joffre be and hereby is exempted from the requirements of section 89(1)12 and Joffre Oils is exempted from the requirements of subsection 96(1) of the Act provided that the conditions attaching to the Offer as set out in paragraph 4 above be the only conditions to which the Offer is subject, and further provided that the Offer is sent to the offeree holders of Partnership Units not later than December 17, 1982.

November 26, 1982

Henry J. Knowles, Q.C.

Harry S. Bray, Q.C.

NATIONAL POLICY #2-B

GUIDE FOR ENGINEERS AND GEOLOGISTS SUBMITTING OIL AND GAS REPORTS TO CANADIAN PROVINCIAL SECURITIES ADMINISTRATORS

GENERAL

1. Reports submitted must be engineering documents. They must be factual, and any recommendations must be warranted in light of the information and data presented in the report. If the report contains recommendations, the author must state that, in his judgement, the venture is of sufficient merit to make the work recommended a worthwhile undertaking.
2. If any information and data in an engineering report are not based on the author's own observations and investigations, their source shall be clearly stated, reference shall be made to reports and records from which the information and data was obtained, and the author shall state the degree of reliance he has placed on such reports and records. When information is derived from unpublished or private reports or records, a letter of consent from, and a certificate of qualification of, the author of such reports or records shall be submitted.
3. Reports will be accepted only if prepared by a registered professional engineer or a registered professional geologist who is a member in good standing of an appropriate association of professional engineers or geologists, unless he holds exceptional qualifications and there are unusual circumstances.
4. With reference to item 4.1.5, if principals in the independent consulting firm which prepared the report have or will acquire direct or indirect interests in properties or securities of the issuer or any associate or affiliate of the issuer, such interests must be clearly disclosed in the report.
5. Although Appendix 2 lists certain material in engineering reports which shall be included in a prospectus, the issuer may include additional disclosure and staff of the Securities Commissions may require additional material or disclosure to be included in a prospectus.
6. Reports shall be prepared only by a registered professional engineer or a registered professional geologist who is independent of the issuer or any associate or affiliate of the issuer. Therefore, reports shall not be written by a director, officer or employee of the issuer or any associate or affiliate of the issuer or by any person or company associated with such director, officer or employee. Notwithstanding the foregoing, in-house reports may be accepted at the discretion of the Director of the Securities Commission, but only from large well established issuers.

CONTENT OF OIL AND GAS REPORTS

A complete engineering and geological report for submission to Canadian Provincial Securities Administrators shall include the following material:

1. TABLE OF CONTENTS
2. INTRODUCTION
 - 2.1 Author's terms of reference. State whether the report was prepared specifically for the purpose of submission to Securities Administrators or whether it will serve other purposes as well.
 - 2.2 Names of principal properties. Include all major properties (including all properties to which the proceeds of issue are being applied) and identify them by the commonly referred to field or area names and disclose the jurisdiction (province, state, etc.). Briefly describe and discuss the geology of the properties. Discussion of geographic factors such as climate and accessibility need be included only in special situations such as frontier resources.
 - 2.3 Summary of estimated net reserves and corresponding values.
 - 2.3.1 Proved reserves and dollar values on a net cash-flow basis. Dollar values shall be calculated at current prices and costs, unless under contract as to price, to all future time. Additionally dollar values may be presented based on forecast prices and costs but critical assumptions in such a forecast shall be stated. Net cash-flow values shall be presented at discount rates of 0%, 10%, 15% and 20%.
 - 2.3.2 Probable additional reserves and dollar values on a net cash-flow basis. Dollar values shall be calculated at current prices and costs, unless under contract as to price, to all future time. Additionally, dollar values may be presented based on forecast prices and costs but critical assumptions in such a forecast shall be stated. Net cash-flow values shall be presented at discount rates of 0%, 10%, 15% and 20%. Also, probable additional reserves shall be reduced for an allowance for the risk that is associated with the probability of obtaining production from such reserves.
 - 2.3.3 A statement that the values reported under 2.3.1 and 2.3.2 may not necessarily be the fair market value of the reserves.
 - 2.3.4 A statement as to whether the values are before or after income tax.
 - 2.4 The percentage and quantity of proved producing reserves which are currently on production. (See definition 6 of Appendix 1).

- 2.5 Definitions employed shall be the same as those listed in Appendix 1 and any deviation shall be stated along with supporting reasons.
- 2.6 Discussion of methods employed. Identify the methods used to estimate reserves and production rates and to convert them to cash flows. Include any assumptions respecting the availability of markets.
- 2.7 Discussion and identification of risk factors used, particularly respecting probable additional reserves, and justification for their selection.
- 2.8 Acceptable disclaimer. State clearly any conditions respecting the responsibility of the author. For example, the author might indicate that all estimated reserve quantities were based on geological and engineering data provided by the issuer although the interpretation of the data was carried out by the author, and might state whether or not he has grounds for a judgement that the data are sound. He shall also state whether he made an on-site visit of the properties and, if not, state briefly the reasons why a visit was judged unnecessary.
- 2.9 Where proceeds of the issue are to be expended on drilling on a specified property(ies), the report shall contain recommendations, conclusions and cost estimates in respect of the proposed drilling. Where appropriate, the author shall discuss the results of prior drilling on the property and on adjoining or nearby areas.
- 2.10 Summary of undeveloped gross and net acreage and value assigned to net acreage.
- 2.11 Signature and professional seal or permit stamp of author.
- 3. SUPPORTING MATERIAL
 - 3.1 Listings of properties shall include, but not be limited to, the following:
 - 3.1.1 jurisdictions and location therein, and names of fields and areas including an index map(s)
 - 3.1.2 Detail maps showing -
 - 3.1.2.1 the issuer's interest lands and the issuer's interest in them
 - 3.1.2.2 wells in which the issuer has an interest and wells of others together with their status.
 - 3.1.3 Brief descriptions of the geology of the issuer's properties.

- 3.1.4 Tabulations of reservoir rock and fluid parameters for each well or pool including, but not limited to, depth of each pay zone, its porosity, pay zone thickness (specify gross or net), water saturation, pressure, temperature, recovery factor, etc..
- 3.1.5 Types of reserves* assigned:
 - 3.1.5.1 crude oil
 - 3.1.5.2 synthetic oil, or bitumen and corresponding synthetic oil yield factor
 - 3.1.5.3 natural gas
 - 3.1.5.4 natural gas liquids
 - 3.1.5.5 sulphur.
- * Reserves assigned to "tight-hole" or confidential (by law) areas may be grouped and published as part of the listing as reserves only. Alternatively, if they are not included in the reserves listing, there shall be appropriate discussion describing the method of handling such properties.
- 3.1.6 Status of reserve assigned:
 - 3.1.6.1 proved or probable additional
 - 3.1.6.2 proved producing or proved non-producing.
- 3.1.7 Company interest:
 - 3.1.7.1 gross share of reserves before royalties
 - 3.1.7.2 applicable royalties and/or production payments
 - 3.1.7.3 net share of reserves after royalties.
- 3.1.8 Quantity of reserve assigned:
 - 3.1.8.1 proved producing, proved non-producing, and total proved
 - 3.1.8.2 probable additional
 - 3.1.8.3 total
- 3.1.9 Forecast of future net production, revenue, costs and net cash flow on a proved producing, proved non-producing, and total proved reserve basis and on a probable additional reserve basis, by jurisdiction (province, state, etc.), and in total. Dollar values shall be calculated at current prices and costs, unless

under contract as to price, to all future time. Additionally, dollar values may be presented based on forecast prices and costs but critical assumptions in such a forecast shall be stated. Net cash flow values shall be presented at discount rates of 0%, 10%, 15% and 20%. Also, probable additional reserves shall be reduced for an allowance for risk that is associated with the probability of obtaining production from such reserves.

- 3.2 A summary table itemizing the following basic assumptions, where applicable:
 - 3.2.1 crude oil and synthetic oil price forecasts by jurisdiction
 - 3.2.2 natural gas price forecast by jurisdiction
 - 3.2.3 natural gas products price forecasts by jurisdiction
 - 3.2.4 capital and operating costs
 - 3.2.5 forecasts of inflation used respecting capital and operating costs
 - 3.2.6 forecasts of any other factors employed on a general basis (e.g. crown royalty scale if different from those existing as of the effective date of the study).
 - 3.2.7 Details of undeveloped acreage (both gross and net) disclosing field or area name, jurisdiction, value assigned to each separate net acreage, and method of determining those values.
 - 3.2.8 Where proceeds of the issue are to be expended on drilling on a specified property(ies), the report shall contain recommendations, conclusions and cost estimates in respect of the proposed drilling. Where appropriate, the author shall discuss the results of prior drilling on the property and on adjoining or nearby areas.
- 4. CERTIFICATE OF AUTHOR
 - 4.1 All reports must be submitted in duplicate with the author's certificate attached, both dated and signed. The certificate must contain the professional seal or permit stamp of the author and shall state:
 - 4.1.1 the name, address and occupation of the author
 - 4.1.2 the qualifications of the author
 - 4.1.3 any conditions respecting the responsibility of the author and whether or not an on-site visit of the properties was made. If a visit was not made, state briefly why a visit was judged unnecessary.

- 4.1.4 the period during which the report was prepared and the effective date of the information therein.
- 4.1.5 whether or not the author has or expects to receive any interest, direct or indirect, in the properties or securities of the issuer or any associate or affiliate of the issuer and, if so, the particulars of the interest or beneficial ownership.

5. LETTER OF CONSENT

- 5.1 The letter shall be addressed to the Securities Commissions and shall include a description of the report from which the engineer or geologist is giving his consent for the inclusion of extracts in a prospectus or other document. It shall state the date of the report as well as the date of the prospectus, and shall contain a statement that he has read the prospectus and has no reason to believe that there are any misrepresentations in the information contained in it that is derived from his report or that is within his knowledge as a result of his employment.

EFFECTIVE DATE:

This policy comes into effect on 15 December 1982

DEFINITIONS

1. **CRUDE OIL:** A mixture, consisting mainly of pentanes and heavier hydrocarbons that may contain sulphur compounds, that is liquid at the conditions under which its volume is measured or estimated, but excluding such liquids obtained from the processing of natural gas.
2. **SYNTHETIC OIL:** Oil derived from the upgrading of crude bitumen or by chemical modification of coal or other materials and which is largely interchangeable with conventional crude oil as a refinery feedstock.
3. **NATURAL GAS:** The lighter hydrocarbons and associated non-hydrocarbon substances occurring naturally in an underground reservoir, which under atmospheric conditions is essentially a gas, but which may contain liquids. The natural gas reserve estimates should be reported on a marketable basis, that is the gas which is available to a transmission line after removal of certain hydrocarbons and non-hydrocarbon compounds present in the raw natural gas and which meets specifications for use as a domestic, commercial or industrial fuel.
4. **NATURAL GAS LIQUIDS:** Those hydrocarbon components recovered from raw natural gas as liquids by processing through extraction plants or recovered from field separators, scrubbers or other gathering facilities. These liquids include the hydrocarbon components ethane, propane, butanes and pentanes plus, or a combination thereof.
5. **PROVED RESERVES*:** Those reserves estimated as recoverable under current technology and existing economic conditions, from that portion of a reservoir which can be reasonably evaluated as economically productive on the basis of analysis of drilling, geological, geophysical and engineering data, including the reserves to be obtained by enhanced recovery processes demonstrated to be economic and technically successful in the subject reservoir.

* Where reserves are clearly known to exist in a reservoir and would be physically recoverable but cannot be termed "proved reserves" because they are not commercially recoverable due to their remote location (i.e., frontier reserves), these reserves should be itemized separately in the report and their special circumstances should be fully explained.
6. **PROVED PRODUCING RESERVES:** Those proved reserves that are actually on production or, if not producing, that could be recovered from existing wells or facilities and where the reasons for the current non-producing status is the choice of the owner rather than the lack of markets or some other reasons. An illustration of such a situation is where a well or zone is capable but is shut-in because its deliverability is not required to meet contract commitments.

7. PROVED NON-PRODUCING RESERVES: Those proved reserves that are not currently producing either due to lack of facilities and/or markets.
8. PROBABLE ADDITIONAL RESERVES: Those reserves which analysis of drilling, geological, geophysical and engineering data does not demonstrate to be proved under current technology and existing economic conditions, but where such analysis suggests the likelihood of their existence and future recovery. Probable additional reserves to be obtained by the application of enhanced recovery processes will be the increased recovery over and above that estimated in the proved category which can be realistically estimated for the pool on the basis of enhanced recovery processes which can be reasonably expected to be instituted in the future.

CERTAIN MATERIAL FROM OR RELATED TO ENGINEERING
REPORTS WHICH SHALL BE INCLUDED IN A PROSPECTUS

1. A summary of the estimated net reserves of the issuer with the following detail:
 - 1.1 Reserves by jurisdiction and category (proved, proved producing, proved non-producing, probable additional) and type (crude oil, synthetic oil, natural gas, natural gas liquids, sulphur).
 - 1.2 The values assigned to the above reserves on a net cash-flow basis, using discount rates of 0%, 10%, 15% and 20%. Values assigned must be based on prices and costs outlined in item 3.1.9, and disclosure shall be made in the prospectus of prices and costs used.
 - 1.2.1 Estimated total capital costs necessary to achieve the net cash flow, and the amount of such costs estimated to be incurred in each of the first two years of the cash flow estimate.
 - 1.3 A statement in bold print that the values reported under 1.2 may not necessarily be the fair market value of the reserves.
 - 1.4 A statement in bold print as to whether the values are before or after income tax. Disclose the values on an after tax basis, if available.
 - 1.5 The percentage and quantity of proved producing reserves which are currently on production. (See definition 6 of Appendix 1).
2. A statement disclosing the source of data used in the estimates, including any comments the author of the engineering report might have respecting the soundness of the data.
3. A list of definitions employed.
4. A statement regarding the degree of risk assigned to values, particularly of probable additional reserves including a statement in bold print disclosing the approximate amount, or alternatively the approximate average percentage, by which the volume of probable reserves or their values have been reduced to allow for the risk associated with obtaining production from probable reserves. Where the author has not used percentages or calculated amounts as contemplated in the preceding sentence, a statement in bold print describing the method otherwise employed to allow for such risk.
5. A summary table of the assumptions employed regarding prices, costs, inflation and other forecast factors used.
6. Names of principal properties in which the issuer has an interest, identified by the commonly referred to field or area names and by jurisdiction (province, state, etc.).

7. A summary of undeveloped gross and net acreage by jurisdiction, and value assigned to undeveloped net acreage.
8. Where proceeds of the issue are to be expended on drilling on a specified property(ies), the author's recommendations, conclusions and cost estimates in respect of the proposed drilling.
9. Identification of the complete report, effective date thereof, name of author, and address at which the complete report is available for review.

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

- "B" - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
- "D" - Director of principal reporting issuer.
- "DI" - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
- "K" - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
- "S" - Senior Officer of principal reporting issuer.
- "SI" - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, Matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AGASSIZ RESOURCES LIMITED	Common	Hugh Thomas Cameron Cameron Containers Limited	Aug/82	54500		
			Sep/82	5000		321300
			Oct/82	37000		
			Oct/82		54500	490100
AMCA INTERNATIONAL LIMITED	Common	Irvine J Berscheid Irvine J Berscheid Dalton Dillard Ruffin Custodian	Oct/82	33333		38633
			Oct/82	16666		16666
			Oct/82	1000		2400
			Oct/82	200		11200
AMERADA HESS CORPORATION	Common	Kenneth S Barclay In Trust Family	Oct/82		100000	160000
			--			2000
			Oct/82		4059	3002
			--			9000
ANSIL RESOURCES LTD	Common	Christopher J F Harrop Canterbury Financial Services Limited	Oct/82			
			--			
			Oct/82		25000	75000
			Oct/82	300		300
ASAMERA INC	Common	Gary Patterson Cessland Corporation Limited	Oct/82			
			Oct/82		2000	491505
			Oct/82		27958	----
			Oct/82			----
AUTOCROWN CORPORATION LIMITED	Common	D Douglas Davidson Dorothy Ann Ottersen Catherine Jane Irwin RRSP	I R			198
			I R			523
			I R			
			I R			
BANK OF MONTREAL	Common	Dorothy Ann Ottersen Catherine Jane Irwin RRSP	I R			198
			I R			523
			I R			
			I R			

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BANK OF MONTREAL (Continued)	Common	Bruce C Marshall	--			417
		Bruce C & Linda Marshall	Oct/82		1300	---
		Harry Keith Munro	I R			563
BANK OF MONTREAL MORTGAGE CORPORATION	Common	Catherine Jane Irwin	I R			198
		RRSP	I R	I		523
		Dorothy Ann Ottersen	I R			---
BANK OF MONTREAL REALTY FINANCE LTD	Common	Harry Keith Munro	I R			---
		Dorothy Ann Ottersen	I R			---
		Catherine Jane Irwin	I R			198
BANKENO MINES LIMITED	Common	RRSP	I R	I		523
		Harry Keith Munro	I R			---
		Frederick Allen Youck	I R	I		6450
BASIC RESOURCES INTERNATIONAL S.A.	Warrants	RRSP	I R	I		893
		Manuel Francisco Ayau	I R	I		22242
		Investron Inc	I R	I		22242

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BATEMAN BAY MINING COMPANY INC	Common	Terrance J Flanagan	D I R			1
BATON BROADCASTING LIMITED	Class A	Edwin Alan Goodman Heathcort Blvd Investments Limited	D Oct/82	1	1000	17500
	Class B	Edwin Alan Goodman Heathcort Blvd Investments Limited	D Oct/82	1	1000	17500
BEAUTY COUNSELORS OF CANADA	Common	M E Speir	S I R			500
BLAKE RESOURCES LTD	Common	R C Brown Simcoe Resources Ltd Medcon Petroleum Ltd	D Oct/82 --	1 1	2695	230990 336776
		D J B Marshall Battle Bend Holdings Ltd	DS Oct/82 --		2000	42200 909424
BLUE MOUNTAIN RESORTS LIMITED	Common	Gordon Francis Canning Jozo Weider Limited	DS DISI Oct/82 --	90 1		1041 55115
BOREALIS EXPLORATIONS LIMITED	Common	Rodney T Cox The Parmenides Group	S Oct/82 G1		2000	122879
		The Parmenides Group B	M Oct/82 Oct/82	400	23477	352485

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRAMALEA LIMITED	Common	Myron L Boltman Share Purchase Plan	-- Oct/82	1 266		219 9793
		Stewart D Davidson Share Purchase Plans	Oct/82 Oct/82	M 4262	5000	6425
		Peter A Goring Share Purchase Plan RRSP	-- Oct/82 --	1 886 1	4262	40939
		Cyrus Motahedin Share Purchase Plans	-- Oct/82			6783 38794 200
		Edward S Tyityan Share Purchase Plans	-- Oct/82			1364
		Joseph Lebovic Indirect Holdings	-- Oct/82	1 4800		2900
		Wolf Lebovic	Oct/82	900		20544
		Douglas E MacKinnon Share Purchase Plan Other Indirects	-- Aug/82 --	1 266 1		22100 1969600
		Benjamin Swirsky Share Purchase Plan RSP	-- Aug/82 --	1 2217 1		15600
		InterNorth Inc	Oct/82	517500		1364 12544 3000
						390767 204529 3000
						2629100
BUCYRUS-ERIE COMPANY	Common					

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
C-I-L INC	Common	Charles Harold Hantho	DS Nov/82	2307		2407
CAMEL OIL & GAS LTD	Common	Cameron George Berry Indirect Holdings	DS Nov/82	1	500	101 526966
CAMPEAU CORPORATION	Common	Terry Partington Stock Purchase Plan	S Oct/82	1	915	25012
		N Michael Wilson Stock Purchase Plan	S I R	1		20000
CAMRECO INC	Common	Philip S Broadhurst RSSP Nanook Corp	D Oct/82 Oct/82	1 1	2000 3900	156168 39900 245664
		William C Player Greymac Mortgage Corporation	B Oct/82	1	3977273	14772727 3977273
CANADA NORTHWEST ENERGY LIMITED	Common	E William Smith	SI Nov/82		100	---
CANADA TRUSTCO MORTGAGE COMPANY	Common	The Manufacturers Life Insurance Company Control or Direction	B Nov/82 --	1599053 1		2479353 42000
CANADEx RESOURCES LTD	Common	Joseph Colquhoun	S Oct/82 Oct/82	1000	500	32000
		J A Riddell	DSSI Oct/82	4000		87000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN IMPERIAL BANK OF COMMERCE	Common	Frank Henderson Logan	D Oct/82	2000		4000
		Russell Edward Harrison	S Sep/82	539		25424
		Ronald Steele Thomson Robbins	S Oct/82		500	---
		John Jerome Wigle	SI Oct/82	100		125
CANADIAN PACIFIC ENTERPRISES LIMITED	Common	Robert William Campbell	DS DISI Oct/82	31		465
		John Paul Thomas Clough	SI Oct/82	193		2152
		Frederick Stewart Burbridge	DDISI Oct/82 M		1536	581
		Burben Limited	Oct/82 M1	1536		1536
		W Earle McLaughlin	D Oct/82	361		16474
		L Yves Fortier Q C DI	I R			151
CANADIAN UTILITIES LIMITED	Preferred Series H	C Norman Simpson	DI I R			400
		C Norman Simpson	DI I R Oct/82		400	---
	Preferred	Frank Gustave Swanson	SI I R			400

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN UTILITIES LIMITED (Continued)	Series H Preference	Cameron S Richardson D	I R			750
CANNON MINES LIMITED	Common	David Douglas Martin Abaco	-- Sep/82	1	4000	500 96000
CANUSA ENERGY LTD	Common	Kenneth Bradley S Nautilus Resources	Oct/82 --	1	6300	141407 7726
CAPITAL CABLE TV LTD	Class B	Leslie E Shaw DB Avdell Investments Ltd	Oct/82	M	159800	---
CARMA LTD	Common	Stephen A McConnell S	Oct/82		1000	159800
CARTIER RESOURCES INC	Common	James Brand Rooney D Amended	Oct/82	273		17247
CARUSCAN CORPORATION	Class B	J T MacQuarrie D Ulva Investment Limited Other Indirect	-- Oct/82 --	1 3000 1		1100 6700 91800
CCL INDUSTRIES INC	Common	Edward Wilson Dobson Chasmith Services Limited	Nov/82	1	50000	184000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CESSLAND CORPORATION LIMITED	Common	Walter Shaver Bishop B Birnamwood	--			18060
		Investment Limited	Oct/82	1	13000	73552
		Beltree Holdings Ltd	--	1		350100
		Michael Murray and The Nellie Murray Estate	--	1		815733
CHAUVCO RESOURCES LTD	Common	Peter S Mackechnie	Oct/82	1000		12000
CITIES SERVICE COMPANY	Common	Charles J Waidelich DS	Nov/82	G	20	---
COCKFIELD BROWN INC		Robert Ayotte	I R			---
COLONIAL OIL & GAS LIMITED	Common	Ray Spencer-Dixon RRSP	I R			856
			I R	1		7144
COMAC COMMUNICATIONS LIMITED	Common	Bell Canada Enterprises Inc	I R			2079743
		Torstar Corporation	Aug/81	1004	2079743	---
	10% Promissory Notes		Nov/82		\$600000	---
COMAPLEX RESOURCES INTERNATIONAL LTD	Common	Torstar Corporation	Nov/82			
		Murray W Pyke	Nov/82		1000	151646
		R James Balfour	Sep/82	4750		11375
		Jabal Ltd	Oct/82	750		64582
		North West Exploration Co Ltd	--	1		34248
		Altawan Oil & Gas Ltd	--	1		25357

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COMAPLEX RESOURCES INTERNATIONAL LTD	Common	Fransyl Holdings Ltd	Sep/82	4750		86025
COMIESA CORPORATION	Common	Irvine J Berscheid S	Oct/82 E		50000	---
COMINCO LTD	Common	Roderick Peter Douglas S Savings and Stock Purchase Plan	Nov/82 -- 1		200	142
COMPUTALOG GEARHART LTD	Common	Walter Alfred Dawson S RRSP Perfco Investments Ltd Wife	Oct/82 1 Oct/82 1 -- 1	1000	17000	913
CONIAGAS MINES LTD, THE	Common	Samuel G S Hughes S	Oct/82		3000	1000
CONSOLIDATED GASCOME OILS LTD	Common	Albert J Langard DS	Oct/82	200		674000 2500
CONSOLIDATED IMPERIAL RESOURCES LIMITED	Common	Arnold Williams Toews DS	Oct/82		1600	516526
CONSOLIDATED-BATHURST INC	Class A	Alfred Joseph Skiber D Diablo Oil & Gas Ltd	Oct/82 1		5000	22800
	2nd Preferred	Pierre Arbour D	Oct/82		3000	395000
	Series B Common	Pierre Arbour D	Oct/82	1000		---
CONSUMERS DISTRIBUTING COMPANY LIMITED	Common	Joseph E Souccar S Share Purchase Plan Michael Haberman S	Nov/82 1 Oct/82		1700	10000
				2000		22000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONTINENTAL GROUP INC, THE	Common	Elbert Augustus Henry Jr	S Oct/82 F	157		1539
		Robert B Mesrobian Wife	S Oct/82 F	268		720 18
CONTROL DATA CORPORATION	Common	C Norris William Indirect Holding	S Oct/82		43000	446900 264496
COPPER PRINCE RESOURCES INC	Common	Christopher J F Harrop Canterbury Financial Services Limited	S Oct/82	1		
			Oct/82	1	22500	33577
CORBY DISTILLERIES LIMITED	Common	Henry Clifford Hatch Jr Wife	D Aug/82 T	206		1360 300
			--			---
CULLATON LAKE GOLD MINES LTD	Preference	D Richard Clews DISI	Oct/82		7700	
	Common	Richard Paul Middleton	S Oct/82		1000	---
CZAR RESOURCES LTD	Common	Bonita O Rawlyck	DS Oct/82 Oct/82	1000		---
DAON DEVELOPMENT CORPORATION	Common	Rodney A Schroeder Wife	S Oct/82	20000		100068 20000
			--	1		
DART & KRAFT INC	Common	Joseph Hara Trust Custodian	S Oct/82 Oct/82 Oct/82		8893 7 472	3345 2 ---
		John M Richman Wife	G Oct/82		134	6371 905
			--	1		

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DATA CROWN INC	Common	Michael Paul Baetz	S I R			7000
		Edward Arthur Robinson	S I R			7000
		George Allardyce Duncan Stewart	S I R			7000
DAYTON-PORCUPINE MINES LIMITED	Common	David E Austin Cavid Investments	DS I R	1		453811
DICKENSON MINES LIMITED	Class "A"	Arthur Walter White DDI Brewis & White Limited	Oct/82 --	2800 1		36161 4075
	Class "B"	Arthur Walter White DDI Brewis & White Limited	Oct/82 --	2800 1		95261 82075
DOMAN INDUSTRIES LIMITED	Common	Harbanse S Doman Darcia Holdings Ltd Cedar Chines Investments	DSB Oct/82 --	2600 1		1000 932500 2230600
		Darcia Holdings Limited	B Oct/82	2600		932500
DOME PETROLEUM LIMITED	Common	Marshall A Crowe Savings Plan	D -- Oct/82	1000		600 1000
DORSET RESOURCES LTD	Common	Clifford Alan Smith Amended Aeonian Capital Corporation	DSB --			5219190 5234190

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DORSET RESOURCES LTD (Continued)	Warrants	Clifford Alan Smith	DSB			5159690
		Aeonian Capital Corporation	--			5059690
DRUMMOND PETROLEUM LTD	Common	Donald C Kesteven	S Jul/82	5000		6000
		Susan Elizabeth McClinton	S			
		Amended Spouse	Dec/81		4900	10000
		Daughter	--			5000
DUTTON RESOURCES LTD	Common	James Alwin Williams	--			100
		Indirect Holdings	Oct/82	1		61500
		Jean Claude Bonhomme	--			11000
		Bonclau Holdings Inc	Oct/82	1	100000	1
DYNAMAR ENERGY LIMITED	Common	Hugh T Cameron	S Sep/82	1000		---
		Deferred Profit Sharing Plan	--			292200
		Cameron Containers Limited	--			1137100
		Robert W Manuge	D Nov/82	800		10400
EMPIRE COMPANY LIMITED	Class "A"	G Arnold Armstrong	D Oct/82		6000	1000
		Casper Holdings Ltd	D Oct/82		1000	184760
ENEX RESOURCES LTD	Common					35800

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ENSERCH CORPORATION	Common	S R Singer	S Oct/82	G	1625	4860
		Stock Purchase Plan	--	1		5969
		TRASOP	--	1		170
		Richard B Williams	S Oct/82	X	2362	
		Stock Purchase Plan	Oct/82	G	1850	4055
		TRASOP	--	1		2537
		Trusts	--	1		206
			--	1		2856
		Lucille T Miller	Sep/82	M	6000	
		RRSP	Nov/82		100000	1060170
EPITEK INTERNATIONAL INC	Common		Sep/82	M1	6000	6000
		Antoine de Lotbiniere				
		Panet				
		Phileric				
		Investments Corp	Oct/82	1	5000	13668
		Perlaw Limited	--	1		850
		RRSP	--	1		2582
		Robert Herzog	Oct/82		300	4744
		Savings Plan	Oct/82	1	227	12770
		Wife	--	1		100
ETHYL CORPORATION	Common	John F Koehnle	S Oct/82	1	83	7858
		Savings Plan	--			
		Andrew Olaf Wikman	S Oct/82	1	59	1400
		Savings Plan				4278
		Charles Railey				
		Raymond	--			12282
		Savings Plan	Oct/82	1	101	1848

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ETHYL CORPORATION (Continued)	Common	Roger Alden Moser Savings Plan	--			1128
			Oct/82	1	27	1697
		James Monroe Gill Savings Plan	Oct/82	G	60	6907
EXPLORATION AIGUEBELLE INC	Common	Yvan Vezina Gestion Yvan Vezina Limitee	--	1	92	6456
			Oct/82		25000	---
			--	1		750000
EXTENDICARE LTD	Common	Jacob Birbrager	Nov/82	M	5000	38500
		Jacob Birbrager	Nov/82	M	5000	29100
	Class "A"		Nov/82			
FCA INTERNATIONAL LTD	Common	James Thomas MacQuarrie Kirkmount Builders Limited	Apr/82	M	850	---
			Apr/82	MI	850	
		Coast Holdings Limited Northumberland Investments Limited	May/82	1	150	1000
FIRST CITY FINANCIAL CORPORATION	Common	Estate of Joseph B Lubotta	Oct/82	1	375	375
			--	1		2125
			Oct/82		10500	28996
FCA INTERNATIONAL LTD	Common	Hyman Belzberg Bel-Alta Holdings Ltd RRSP	--			129604
			Oct/82	1	3200	2195753
			--	1		15390
FCA INTERNATIONAL LTD	Common	Samuel Belzberg Bel-Fran Investments Ltd RRSP	--			129598
			Oct/82	1	3200	2195753
			--	1		15396

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FIRST CITY FINANCIAL CORPORATION (Continued)	Common	William Belzberg Bel-Cal Holdings Ltd RRSP	--			92706
			Oct/82	1	3200	2195753
			--	1		15390
FIRST OHIO EXPLORATIONS INC	Common	498607 Ontario Inc	I R			255000
			I R			500000
			I R			187500
FIRST UNITED CAPITAL INC	Common	David Robert Campbell Cone Investments Ltd	I R	1		600000
			Nov/82		5000	64302
			Oct/82	4979		409966
GANDALF TECHNOLOGIES INC	Common	Philip Karam				
GENERAL AMERICAN OIL COMPANY OF TEXAS	Common	Trustees of Employee Stock Bonus Plan				
			Oct/82	150		38045
GENERAL MOTORS CORPORATION	Common	Alex C Mair Savings/Stock Purchase Program	Aug/82	M	324	5119
			Aug/82	M1	324	
			Aug/82	1	228	905
		John William McNulty Savings/Stock Purchase Program Other Indirect	--			630
			Oct/82	1	626	523
			--	1		952

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENSTAR CORPORATION	Series SP-81 Second Preferred	Bernard J Johnson	S Oct/82		4500	---
		J Ernest Hartz Jr	S Oct/82		1500	---
		Angus A MacNaughton	DS Oct/82		30000	---
		Richard Denis Patterson	S Oct/82		2000	---
		Gregor G Peterson	S Oct/82		4500	---
		Walter S Bannister	S Oct/82		5500	---
		Ross J Turner	DS Oct/82		30000	---
	Series SP-82A Second Preferred	Bernard J Johnson	S Oct/82	22500		22500
		J Ernest Hartz Jr	S Oct/82	2000		2000
		Angus A MacNaughton	DS Oct/82	115000		115000
		Richard Denis Patterson	S Oct/82	7000		7000
		Walter S Bannister	S Oct/82	17000		17000
		Ross J Turner	DS Oct/82	115000		115000
		Gregor G Peterson	S Oct/82	5000		5000
	Series SP-79 Second Preferred	Bernard J Johnson	S Oct/82		52000	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENSTAR CORPORATION (Continued)	Series SP-79 Second Preferred	J Ernest Hartz Jr	S Oct/82		4000	---
		Richard Denis Patterson	S Oct/82		13600	---
		Gregor G Peterson	S Oct/82		9000	---
	Series SP-80 Second Preferred	Walter S Bannister	S Oct/82		47400	---
		Ross J Turner	DS Oct/82		160000	---
		Angus A MacNaughton	DS Oct/82		160000	---
GIBALTAR MINES LTD	Common	Peter Francis Martin	S I R			1600
GROSMONT RESOURCES LTD	Common	John Bernard Roy	DI I R			2466
		Alistair S Thomson	DS --			557
		Dumyat Holdings Ltd	Oct/82	1	5800	15836
		TTY Exploration Management Ltd	--	1		119803
GSW INC	Class A Common	Ralph M Barford	B			
		Valleydene Corp Ltd	Oct/82	1	200	414576
		Valford Holdings Ltd	--	1		62406
		Voting Trust Agreement	--	1		817910
GULF & WESTERN INDUSTRIES INC	Common	David N Judelson	DS Oct/82	X	50665	300665
		Wife	--	1		2145
		Norman Ray Forson	S Oct/82	X	12217	12217
		Trustee	--	1		11578

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GULF & WESTERN INDUSTRIES INC (Continued)	Common	William Michael Flatley Custodian	S Oct/82 -- 1	14535		14660 170
HAMILTON GROUP LIMITED, THE	Class A Common	Yorkvale Limited	B May/82 May/82 Jun/82	7800	300 700	786800
HIRAM WALKER-RESOURCES LTD	Common	Edmond George Odette D Estate of Late L L Odette Other Indirect	-- Oct/82 -- 1			15000 2500 29799
HUGHES TOOL COMPANY	Common	Clinton F Morse	D Oct/82		6000	600
HUMBOLDT ENERGY CORPORATION	Common	Ronald Leslie Spackman	S I R			10500
	Subordinate	Ronald Leslie Spackman Wife	S I R I			875
	Common	Allan Russell Twa Wife	S I R I R I			84000 1050
HUSKY OIL LTD	Common	John Cowell	SI Oct/82	500		500

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNATIONAL BUSINESS MACHINES CORPORATION	Capital	Erich Bloch	S Oct/82	X 161		9335
			Nov/82	X 3624		12959
		John N Irwin II * Family Trust	D Oct/82		6300	94421
			D Oct/82	1	3200	439618
INTERPROVINCIAL PIPE LINE LIMITED	Common	David A Finley	--	1		25000
			S Oct/82	1		1
		William H Moore Family	--	G	250	10830
			D Oct/82	1		8076
INTERPROVINCIAL STEEL & PIPE CORPORATION LTD	Common	Gordon H Thomson	D Nov/82	50		50
		Turvey Management and Consultants Ltd	DI Sep/82		5128	42219
			D Oct/82		5000	37219
INVERNESS PETROLEUM LTD	Common	Inverness Petroleum Ltd	Oct/82	62100	62100	---
			R Oct/82			
IU INTERNATIONAL CORPORATION	Common	William M Weaver Indirect Holdings	D --		400	11722
			D Oct/82	1		5500
JAYHAWK ENERGY RESOURCES INC	Common	Anthony Camisso Q C DI	D Oct/82		177778	---
JOHN LABATT LIMITED	Common Class A	Raymond Bruce Fraser S	I R		4800	4800
			Nov/82			---
JOUTEL RESOURCES LIMITED	Common	Vincent N Harbinson	DSB Nov/82		700000	1800000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
KING STREET ESTATES - PHASE I	Units	Shelter Corporation of Canada Limited	B Jan/82	21	4 4	44
LAURENTIDE FINANCIAL CORPORATION LTD	Preferred	Banque Nationale du Canada	B Sep/82	E 315		2892642
LEIGH INSTRUMENTS LIMITED	Common	John Joseph Shepherd DS J J Shepherd Investments Ltd	Oct/82 --	1	4000	15290 52370
LUMONICS INC	Common	Douglas A Thomson Indirect Holding	S Oct/82 --	1	500	343 257
MACKENZIE FINANCIAL CORPORATION	Common	John Robert Finlay John R Finlay Limited	D Nov/82 --	1600 1		40600 51000
MACLEAN HUNTER LIMITED	Class X	C L Fellman Deferred Profit Sharing Plan	S 1981	1	87	319
		Matthew Burley Fyfe Anniversary Share Plan Profit Sharing Plan	S Nov/82 -- --	5000 1 1		26000 10 511
MACMILLAN BLOEDEL LIMITED	Common	J L Howard Share Purchase Plan Other Indirect	S Oct/82 --	1 67 1		1395 903 170
		G H Johncox Share Purchase Plan	S Oct/82	1	49	500 508

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Common	C C Knudson Share Purchase Plan	--- Oct/82	1	181	1127 789
		E Lauritzen Share Purchase Plan Other Indirect	Oct/82 --- 1	1	48	344 537
		J Lawson Share Purchase Plan	--- Oct/82	1	82	3327 355
		E G Legg Share Purchase Plan	--- Oct/82	1	26	25 111
		R D MacFayden Share Purchase Plan	--- Oct/82	1	40	332 543
		D L McLauchlin Share Purchase Plan	--- Oct/82	1	55	1750 702
		R V Matthews Share Purchase Plan	Oct/82 Oct/82	1 1	50	50
		F H Moonen Share Purchase Plan	Oct/82	1	40	750
		J S Rogers Share Purchase Plan	--- Oct/82	1	63	2221 621
		J St C Ross Share Purchase Plan	--- Oct/82	1	82	1880 877
		R V Smith Share Purchase Plan	--- Oct/82	1	121	5067 526
		D W St John Share Purchase Plan Other Indirect	--- Oct/82 ---	1 1	38	670 642 245

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Common	W L Stapleton Share Purchase Plan	Oct/82	1	45	406
		G J Towill Share Purchase Plan	Oct/82	1	490	139
		R N Wiewel Share Purchase Plan	Oct/82	1	81	1640 1477
		G M Wilson Share Purchase Plan	Oct/82	1	30	570 130
		V R Worthy Share Purchase Plan	Oct/82	1	62	765 832
		E K Cork Share Purchase Plan Other Indirect	Oct/82	1	102	500 102 500
		D C Davenport Share Purchase Plan	Oct/82	1	102	512 102
		J P Fisher Share Purchase Plan	Oct/82	1	102	500 102
		R E Harrison Share Purchase Plan	Oct/82	1	102	512 102
		G H D Hobbs Share Purchase Plan	Oct/82	1	154	1536 154
		J N Hyland Share Purchase Plan	Oct/82	1	154	1250 154

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Common	A Powis	D			
		Share Purchase Plan	Oct/82	1	154	500 154
		J M Southam	D			
		Share Purchase Plan	Oct/82	1	102	102
		J N Turner	D	--		
		Share Purchase Plan	Oct/82	1	102	500 102
		C B Wright Jr	D	--		
		Share Purchase Plan	Oct/82	1	154	3320 154
		A H Zimmerman	D	--		
		Share Purchase Plan	Oct/82	1	154	502 154
		G L Ainscough	S	--		
		Share Purchase Plan	Oct/82	1	45	600 1293
		J G Dickinson	S	--		
		Share Purchase Plan	Oct/82	1		610
			Oct/82	1	241	38
		D A Dowsley	S			
		Share Purchase Plan	Oct/82	1	55	1138
		R B Findlay	S			
		Share Purchase Plan	Oct/82	1	64	782
		H Fliessbach	S			
		Share Purchase Plan	Oct/82	1	30	112
		O L Forgacs	S			
		Share Purchase Plan	Oct/82	1	64	427
		Other Indirect	--	1		50

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Common	S W Forstrom	--			780
		Share Purchase Plan	Oct/82	1	67	592
		D H Holden				
		Share Purchase Plan	Oct/82	1	42	666
MAGNETICS INTERNATIONAL LTD	Common	David E Khazzam	Nov/82	X	35000	95000
MAPLEX MANAGEMENT & HOLDINGS LIMITED	Class A	Cairn Capital Inc (formerly Consolidated Graphics Limited)	Oct/82	B	1500	311873
	Class B	Cairn Capital Inc (formerly Consolidated Graphics Limited)	Oct/82	B	2000	314273
MARITIME ELECTRIC COMPANY LIMITED	Common	Alan H Holman	Nov/82	D	213	1913
MARSHALL MINERALS CORP	Common	Alexander Peter Christopher	I R	D		1100
MASSEY - FERGUSON LIMITED	Common	Lynton R Wilson	Oct/82	D	100	100
MCDONALD'S CORPORATION	Common	Donald P Horwitz	Oct/82	DS	817	1604
MENTOR EXPLORATION & DEVELOPMENTS LTD	Common	Agnico-Eagle Mines Limited	Oct/82	B	5000	1271900
MERCANTILE BANK OF CANADA, THE	Common	Robert Massicotte *	Oct/82	S	600	50
		J V Andre Bachand	Oct/82	S	800	6051

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MITEL CORPORATION	Common	Michael C J Cowpland				
		Amended	Aug/82		500000	6490000
MOLSON COMPANIES LIMITED, THE	Class A	Morgan McCammon	S Oct/82 Oct/82	2500	2850	2500
		Iain D Fraser	S I R Oct/82		1000	1000
					---	---
MONTREAL TRUST COMPANY	Common	Robert A Belanger	D Oct/82 E		500	---
		Melvyn A Dobrin	D Oct/82 E		500	---
		Douglas J Peacher	D Oct/82 E		500	---
MONTREAL TRUSTCO INC	Common	Robert A Belanger	D I R			1750
	Series A Common	Douglas J Peacher	D I R			1750
	Common	Jacques Genest	D I R			1750
	Series A Common	Melvyn A Dobrin	D I R			1750
NATIONAL BANK OF CANADA	Common	Jean Turnel	S Sep/82 Sep/82 Oct/82	8 4000	100	4018
NEW DIMENSION RESOURCES LTD	Common	Peggy Singer DeZwirek	DS Oct/82	2000		2001
NEW MCMANUS RED LAKE GOLD MINES LIMITED	Common	D H & T Holdings	B Oct/82		250000	480245

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORCEN ENERGY RESOURCES LIMITED	Common	Donald David Barkwell	DS Oct/82		3000	6230
		Savings & Investment Plan	-- 1			2129
		Leslie Lloyd Hartford	S Oct/82	242		
		Indirect Holdings	Nov/82 -- 1		200	42 44
NORMICK PERRON INC	Series A Pfd	Fernand Doyon				
		Les Placements	D Sep/82 1	15		15
		Fernand Doyon Inc	Sep/82 1	1220		1220
		MacLaren Forest Products Inc	B Sep/82	191528		191528
NORTH WEST TRUST COMPANY	Common	Raymond Thibault	S Sep/82	50		5561
		Anton M Usselman	DDI Nov/82		100	---
		Roy Gardiner Wilson	D Nov/82		300	100
		Roy Gardiner Wilson	D Nov/82		100	---
NORTHERN TELECOM LIMITED	Common	Charles Joseph Combe	D Nov/82		100	---
		William M Sobey	D Oct/82	100		200
		William Cunningham Rankin	S Nov/82	25000		
			Nov/82		25000	127500
NOVA, AN ALBERTA CORPORATION	Class A	Ronald D Dooley	S Nov/82		1500	2208

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NU-WEST GROUP LIMITED	Class C	Graham H Walker	D Oct/82		2000	104
		M Rodney Gerla RRSP	S Oct/82 -- 1		1213	164638 30331
	Class A	Ralph T Scurfield* DSB Ninga Enterprises Ltd RRSP Children	-- Oct/82 1 -- -- 1			4318961
					58000	439608 111204 38833
O'BRIEN ENERGY & RESOURCES LIMITED	Common	Thomas P Townsend	D I R			50000
OPACT ENERGY LTD	Common	Kenneth Taves	DS I R			125000
ORRWELL ENERGY CORPORATION LTD	Common	James B Somervail	DS Oct/82	100000		181751
PANHANDLE EASTERN CORPORATION	Common	Donald E Peterson	D I R			100
		John F Schomaker Trustee	S Jul/82 Jul/82 1	122	122	7085 1091
PANHANDLE EASTERN PIPE LINE COMPANY	Common	Cyril J Smith Trustee	-- Oct/82 1 Oct/82 1			125
					536	2147
PARAMOUNT RESOURCES LTD	Common	Wallace B MacInnis RRSP	D Nov/82 1	1000		2000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PEGASUS GOLD LTD	Common	John J Crowhurst	DS Oct/82 X Oct/82	10000	9000	3000
	Options	John J Crowhurst	DS Oct/82 X	10000		85000
PEMBINA RESOURCES LIMITED	Common	Douglas V Boechler	S Nov/82	2000		3000
PENNANT RESOURCES LIMITED	Common	Lionel S Walters 279112 Ontario Ltd	DS Oct/82 -- 1		12500	48667 33200
	Rights	Barnabas W N Apple	D Nov/82 Nov/82	2000	2000	---
PHILIPS PETROLEUM COMPANY	Common	William F Martin Wife	D Oct/82 -- 1		30	3593 4335
		J Thomas Boyd	S I R			---
PROVIGO INC	Common	David F Sobey Pauljan Limited	D -- Sep/82 1 Oct/82 1	200 1800		100 3000
		Antoine Turmel	S Oct/82 -- 1	1000		83300 1288400
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Common	Edward G Outlaw	S Oct/82	2		1343
QUAKER OATS COMPANY, THE	Common	Michael J Callahan	S Nov/82	50		50
		George J Yapp	S Oct/82 X Oct/82 E	1200	293	1252
QUEENSTON GOLD MINES LIMITED		Merle Dohery	S I R			---
		Roderick Chisholm	S I R			---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
RAYROCK RESOURCES LIMITED	Common	Stanley J Chad RSP	D Nov/82 -- 1		9000	--- 27000
READER'S DIGEST ASSOCIATION LTD, THE	Common	The Reader's Digest Association Inc	B Nov/82	307725		963075
REDPATH INDUSTRIES LIMITED	Common	Paul E Martin	D I R			1000
RENAISSANCE ENERGY LTD	Common	Ronald G Greene R G Greene Holdings Ltd	DS I R I R I			450847 4124
ROCKWELL INTERNATIONAL CORPORATION	Common	J Robert Paget Robert Anderson Wife	DS I R DS Oct/82 G Oct/82 GI		194 100	26786 81719 100
ROTHMANS OF PALL MALL CANADA LTD	Common	Steven K Rockwell Willard F Rockwell Partner	DS Oct/82 -- 1 --		15000	3028 14958
ROXY PETROLEUM LTD	Common	Donald R Sobey Donald R Sobey Investments Ltd	D -- Oct/82 1		44736	36704 694389
ROYAL BANK OF CANADA, THE	Warrants	Robert G Elliot HCI	D Oct/82 1 Oct/82 1	3000		1000 4000
	Common	Robert C Paterson	S Aug/82 Sep/82	20 66	147	--- 182
		William P Wilder Whitshed Ltd	D Nov/82 -- 1	1000		8750 11250

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SCEPTRE RESOURCES LIMITED	Common	Peter J Carter	S Oct/82 X Oct/82 X	1000	1000	7000
SCOTT PAPER LIMITED	Common	Bernard A Goulet	D Oct/82		1100	1666
SEAGRAM COMPANY LTD, THE	Common	Philip E Beekman Associates	DS -- Oct/82 1	15		300 700
SEAQUEST ENERGY LTD	Common	Robert G Elliot Indirect Holdings	D Oct/92 -- 1	200		20761 177219
SHADOWFAX RESOURCES LTD	Common	Andrew L Partee	D Oct/82 Oct/82	19800	3000	205100
SHAW INDUSTRIES LTD	Common	Avdell Investments Limited	B I R			129500
SHELL CANADA LIMITED	Class A	Leslie E Shaw DS DISI Indirect Holdings	M Oct/82 -- M1	129500	129500	129500 1194820
		Derek C Hayes	S I R Oct/82		1500	1500 ---
		Richard A King	S Oct/82		1000	---
		John E Czaja	S Oct/82 Oct/82 X	3000	3000	115 87 762
		Stock Purchase Plan Savings Fund	-- -- 1 1			
SHEROBEE GLEN LIMITED	Units	526957 Ontario Ltd	B I R			27
SHININGTREE GOLD RESOURCES INC	Common	James R B Parres DSB	Oct/82 Oct/82	5000	10000	40000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SILVER CENTURY EXPLORATIONS LTD	Common	Norman B Sheriff Tower Financial Corporation	-- Oct/82	1 100000		1 120000
SILVER LAKE RESOURCES IND	Common	William S Eplett Eplett Natural Resources Limited	Oct/82 --		5000	235000 10000
SIMCOE ERIE INVESTORS LIMITED	Common	William M Fullerton Wife	Oct/82 Oct/82		2000 2000	----
SLATE BAY GOLD MINES LIMITED	Common	William M Cochenour Trust	I R			
SOCIETE EN COMMANDITE AIGUEBELLE	Common	Jean C Digneault	I R			206800 5
SPAR AEROSPACE LIMITED	Common	Maurice Bougie	S Oct/82	X 1000		2174
		Crowborough Investments Limited	B Nov/82		11000	542840
STANDARD TRUSTCO LIMITED	Common	Paul A Kates Kates-Duncan & Associates Ltd	D Oct/82 Oct/82	49 25		1763 928
		Edward T Mulkins RRSP	SI Oct/82	T1 2		103
		E B McConkey	D Oct/82	T 67		2392
		Brian R O'Malley	DS Oct/82		7733	
		Nominee RSP	Oct/82 Oct/82 Oct/82	33000 1 1		25609 ----- 1249

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
STANDARD TRSUTCO LIMITED (Continued)	Common	James Wood RRSP	DS Oct/82 Oct/82	12 1	6	97 230
		Lachlan Cattanach	D Oct/82	34		1223
		John Kostuik	DI Oct/82	258		9214
		M Debastiani	DS Oct/72	45		1628
		Bertram E Willoughby Trans Canada Holdings Limited RRSP	D Oct/82 Oct/82 -- -- 1	817 869		29189 31049 10468
		Mentor Exploration & Development Co Ltd	B Oct/82	21500		2471782
SULPETRO LIMITED	Class B	William C Leuschner	D Oct/82	2800		37238
SYSTEMHOUSE LTD	Class A	Marshall A Crowe M A Crowe Consultants	D Oct/82	1000		3750 2000
		John R Davies SWH Holdings Ltd	DS Aug/82 Sep/82 Oct/82		33000 20700 7800	1205 492575
		Gaston W Belanger	DS Oct/82 Oct/82	6400		7470
		J Richard Genin	S Oct/82 Oct/82	2400		6400 ---
TELE METROPOLE INC	Class B					

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TELE METROPOLE INC (Continued)	Class B	Robert L'Herbier	S Oct/82 X Oct/82	3600	3600	2850
		Robert Trudeau	S Oct/82 X Oct/82	2600		
		H E Daniels Thrift Plan ADRS	S -- Oct/82 1 -- 1	36		100 4186 37
		James L Ketelsen Thrift Plan	S -- Oct/82 1	137		19500 7517
TENNECO INC	Common	Richard A Robinson Thrift Plan Wife	S -- Oct/82 1 -- 1	46		362 3234 300
		William M Carpenter Thrift Plan	S -- Oct/82 1	55		4000 8476
		Allen T McInnes Thrift Plan	S Oct/82 1	96		6260
		Walter W Sapp Thrift Plan	S Oct/82 1	33		1552
		Byron Tunnell Thrift Plan	S -- Oct/82 1	36		1000 2258
		E L Capps Thrift Plan	S Oct/82 -- -- 1		2500	660 5697
		Robert T Blakely Thrift Plan	S Oct/82 1	40		110

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TENNECO INC (Continued)	Common	Joe B Foster Thrift Plan	--- Oct/82	1	114	2273 8579
		William H Sitter Thrift Plan	S Oct/82	1	36	1774
		Vincent F Ewell Jr Thrift Plan	S Oct/82	1	46	2651
		M W Meyer Thrift Plan	S Oct/82	46		5531
		Kenneth L Otto Thrift Plan	S Oct/82	1	14	445
TERRA MINES LTD	Common	Robert A Evans	D * I R I R	I		145000 994
		Peter H Cheesbrough	DS * I R I R	I		2092 840
TEXAS EASTERN CORPORATION	Common	Ralph S O'Connor Wife	D Oct/82	1	10000	32984
		I D Bufkin Stock Plan	S Oct/82 --	1	55	6216 4071
		J B Hipple	S Oct/82 Oct/82	A	72	1082 145
		Other Indirect	--	1		
		H C Homeyer	SI Sep/82 Oct/82	25	300	891 54 91
TEXAS EASTERN TRANSMISSION CORPORATION	Common	Children Trustee	Sep/82 --	1 1		
		J B Hipple Wife	Oct/82 Oct/82	AI 1	75	100

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TORONTO SUN PUBLISHING CORPORATION	Common	Frederick T Metcalf	D I R			----
		J Douglas Creighton Share Purchase Plan	S -- Oct/82	1	445	50257 131096
TRANS MOUNTAIN PIPE LINE COMPANY LTD	Common	National Hees Enterprises Limited	B Nov/82		1476000	----
		E William Smith	S Oct/82	41		1054
TRANSALTA UTILITIES CORPORATION	Common	Albert W Howard	DS 1982	3489		56926
		Harry G Schaefer	S Oct/82	54		2771
TRANSCANADA PIPELINES LIMITED	Common	Michael J Halpen Amended Employee Share Purchase Plan	S Oct/82	3		208
			S Oct/82	5		352
TRIMAC LIMITED	Common	William E Richard	Oct/82		5000	----
		Maurice W McCaig Mo-Mac Investments	DS -- Nov/82	1	22900	2200 2497400
	1st Pfd Series A	Robert J Gemmell	SI Nov/82		100	----
		Franklin T Bailey	S Aug/82		100	----
	Common	Franklin T Bailey	S Nov/82		3800	30144
		Donald K Jackson Indirect Holdings	SI Nov/82 Nov/82		5000 5000	285393 146900

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRIZEC CORPORATION LTD	Common	George D Mucalov	S Oct/82	300		
		Trustee	Oct/82		300	
			---	1		5000
UAP INC	Class A	Thomas E Dixon Nominee	S Oct/82	1		
			Nov/82	200		
			Nov/82	200		
ULSTER PETROLEUMS LTD	Common	Alain Prefontaine	S Oct/82		400	5000
					200	
ULTRAMAR PLC	Ordinary	Ardyth E Wagner	S Oct/82	1000		1158
		Robert O Ducharme	S Oct/82		5000	
		Edward C Hall	DISI			
UNICAN SECURITY SYSTEMS LTD	Common	Nominee	Oct/82	X1	6000	466
			Oct/82	1	6000	
UNITED CORPORATIONS LIMITED	Common	Unican Security Systems Ltd	Oct/82	13100		185080
		William Price Wilder D	Oct/82	300		500
UNITED HEARNE RESOURCES LTD	Common	Jeffrey Marcus	D Oct/82	7608		
			Oct/82		7608	
UNITED STATES STEEL CORPORATION	Common	Raymond D Ryan	S Oct/82		1609	
VEDRON LIMITED	Common	Joseph E O'Brien	D Oct/82	2370		28370

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
VERSATILE CORPORATION	Preferred	Versatile Corporation		5000		
VICTORIA AND GREY TRUSTCO LIMITED	Common	Rudolf V Frastacky DS RRSP Westminster Dev Corp	Oct/82 Oct/82 Oct/82		6700 80748 3120 452	88300 20278 --- ---
VILLACENTRES LIMITED	Common	Norman W V Purves SI Purvad Corporation	-- Oct/82			60 30360
WESTCOAST TRANSMISSION COMPANY LIMITED		Ernest A Hutchinson DI J Howard Geddes DISI W Blair SI T W Whittingham DISI A J Kostyniuk SI R C Browning SI P J Ramsay SI J M Stanford DI Edward J Crowther DI	I R I R I R I R I R I R I R I R I R			--- --- --- --- --- 200 --- --- ---
WESTFORT PETROLEUMS LIMITED	Common	William G Star Amended Belgate Investments Limited				
		DSB	Oct/82	1	15000	1110000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WESTFORT PETROLEUMS LTD (Continued)	Common	James W Owen	DS Oct/82	E 5941		1441
		Robert H Brown	DS Oct/82	E 8690		14690
		George R Bailey	S Oct/82	T 257		15461
		Miss Rose Bancroft	D Oct/82	T 27		1631
WOODWARD STORES LIMITED	Class A	William G Brown	D Oct/82	T 254		256
		Marco Gandossi	D Oct/82	T 548	548	---
			Nov/82	E 548		32948
			Nov/82	E 548		---
		Grant W MacLaren	D Oct/82	T 1020		1220
		Minidomon Holdings Ltd	I Oct/82	142		8542
		Merwin McBride	S Oct/82	T 254		15254
		Philip C McComb	D Oct/82	T 339		339
		Frank A Robertson	D Oct/82	T 678	678	---
			Nov/82			---
		Margaret E Southern	Oct/82	16		1016
		Charles N W Woodward	D Oct/82	T 18578		18578
		Elmswood Limited	B Oct/82	T 42539		42539
		William G Forbes	S Oct/82	T 260		664
		David P Olgilvie	S Oct/82	2		150

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ZENMAC EXPLORATIONS LIMITED	Common	Alfred J Lewis	S Oct/82	500		25062
		John P Sheridan				
		Amended	--			34500
		Consolidated Maybrun				
		Mines Limited	Sep/82	1		90200
		Anyox Metals Ltd	--	1	12500	70300
		Boston Bay Mines Ltd	--	1		13000
		Shield Development				
		Company Ltd	--	1		4000
		St Lucie Exploration				
		Company Ltd	--	1		1000
ZEPHYR RESOURCES LTD	Common	Albert J Davis	S Oct/82		21000	447361

REPORT UNDER SECTION 113 OF THE ACT

NAME OF MANAGEMENT COMPANY: INVESTORS SECURITIES MANAGEMENT LIMITED

<u>Seller</u>	<u>Purchaser</u>	<u>Date of Transaction</u>	<u>Nature of Transaction</u>
Investors Group Trust Co. Ltd. A/C #11	Investors Growth Fund of Canada Ltd.	Nov. 1, 1982	22,888 TransAlta Utilities Warrants @ \$3.25
Investors Group Trust Co. Ltd. - Equity Fund	Investors Mutual of Canada Ltd.	Sept. 29, 1982	32,000 Royal Bank of Canada Shares @ \$21.62
<u>NAME OF MANAGEMENT COMPANY: MD MANAGEMENT LIMITED</u>			
MD Growth Investments Ltd.	E. G. Busse	Oct. 15, 1982	MD Growth Investments Ltd. 318.97 Class A Shares @ \$6.27
"	C. J. Coady	Oct. 29, 1982	15.57 " " @ \$6.42
"	Don Price	Oct. 22, 1982	153.61 " " @ \$6.51
"	R. P. Bannerman	Oct. 1, 1982	4.36 " " @ \$5.73
"	"	Oct. 15, 1982	3.98 " " @ \$6.27
"	"	Oct. 29, 1982	3.89 " " @ \$6.42

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 31, 1982		Brunswick Crescent Associates - units	\$ 17,575.00	20 units
	<u>Purchasers of 1 unit: John Joannis, L. Jean Toews, Henry B. Toews, John M. Armour in trust</u>			
	<u>Purchasers of 2 units: B. Lacroix, K.M. Kiszkiel, Brian Newbiggin</u>			
	<u>Purchasers of 3 units: F.J. Bagby, R. Grossman</u>			
	<u>Purchasers of 4 units: K.D. Finlayson</u>			
Nov. 2, 1982	Canada Permanent Mortgage Corporation	Dominion Citrus & Drugs Ltd. - series "A" debenture	5,000,000.00	\$ 5,000,000.00
"	Mutual Life Assurance Company of Canada	"	2,000,000.00	2,000,000.00
Nov. 15, 1982	The Manufacturers Life Insurance Co.	Canada Trustco Mortgage Company - common shares	33.00	779,053 shrs
Nov. 17, 1982	Bank of Montreal	Algoma Steel Corp., Ltd. - debentures series "M"	100,000,000.00	\$100,000,000.00
*	Dominion and Anglo Investment Corp. Limited	Debenture and Securities Corp. of Canada-preference class "B"	50.00	41,790 shrs
*	King-Vaughan Farms Limited	"	50.00	24,210 "
*	Debenture and Securities Corp. of Canada	Dominion and Anglo Investment Corp. Ltd. preference shares	50.00	66,000 "
*	Report improperly filed			

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 30, 1982		The Money Fund Ltd. \$	100.00	2,000 shrs
		class "A" voting preference shares		
Oct. 14, 1982	Midland Doherty Limited	First City Trust Co. prime plus 1/4 of 1% series "B" subordinated notes due October 15, 1985	5,000,000.00	\$ 5,000,000.00
"	Bank Hapoalim (Canada)	"	"	"
"	The Imperial Life Assurance Co. of Canada	First City Trust Co. 15 1/4% series "C" subordinated note due October 15, 1985	850,000.00	850,000.00
Aug. 24, 1982	Montreal Auto Parts Inc.	Memcor Marketing Ventures Inc. - common shares	1.00	1,000 shrs
"	"	Memcor Marketing Ventures Inc. - special shares	1.00	19,000 "
Nov. 5, 1982		# Golden Shadow Resources Inc. (formerly Pershon Gold Mines Ltd.) - units	5,250.00	1 unit

Purchasers of 1 unit: Ivan Lavine, Harold Weizel, Jeffrey Fine, Elliott Rosenberg, Elliot Lewis, Alex J. Kennedy, Charles Balavan, Marvin Kushner, David Berg, Rocco Campanaro, Martin Kushner, Avital Raveh, Manuel Reis, C.I.M. Investments Ltd., Frank Ramsay, Murray Einhorne, AMK Investments Ltd., Norm Kraus, J. Chow, Bruce Nelson, George Blackett, Sadie Pearson, Anthony Carson, Eli Lubinsky, Richard Goodfellow and Stephen Gurza, Irving Kornblum, Sheldon Kornblum, John A. Murphy, Stephen Wasserman

Purchasers of 2 units: Larry Lerner, Ken Madison, Garry Solomon,

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
	Philip Latchman, Bernard Fruitman, Frumi Tenser, Russ Evans, Gerald Pearson, David Sorenson Purchasers of 3 units: 499508 Ontario Limited			
Oct. 1, 1982	Montreal Trust Co.	The Island Telephone Co. Ltd. - 15 3/4% first mortgage bonds, series "O" due October 1, 1987	\$ 1,200,000.00	\$ 1,200,000.00
"	Sun Life Assurance Company of Canada	"	1,000,000.00	1,000,000.00
"	The Stanstead & Sherbrooke Insurance Company	"	"	"
Nov. 16, 1982	Gordon Family Enterprises Limited	Manitou-Barvue Mines Ltd. - common shares	.25	388,104 shrs
"	Jodama Holdings Ltd.	"	.25	518,568 "
Sep. 8, 1982	James Ernest Plumb and Lynda Plumb	Wellington Green Town-homes Ltd. - common and special shares	1.00	113,000 "
Sep. 9, 1982	J. Israeli	Rubicon Films - units	500.00	10 units
"	Chaim Shainhouse	"	500.00	5 "
"	T.R.L. Investments Limited	"	500.00	20 "
"	Gabriel Piccinin	"	500.00	10 "
"	Inaugural Investments Limited	"	500.00	10 "
Nov. 10, 1982		Union Gas Ltd. 14.25% sinking fund debentures 1982 series due November 1, 2002	25,000,000.00	\$25,000,000.00
Sep. 17, 1982	Consolidated Bathurst Inc.	Sulpetro Ltd. - stock dividend convertible retractable class "A" preferred shares series "Z"	20.00	25,000 shrs
"	Gus Andre Van Wielingen	"	20.00	5,000 "

FORM 21 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 10, 1982	May 19, 1981	S. Gretchen Ross	Mount Jamie Mines Ltd. - common shares	\$.80	2,000 shrs
"	"	"	"	.81	3,000 "
"	"	"	"	.82	1,500 "
Oct. 21, 1982	Jan. 12, 1981	John N. Harbinson	Joutel Resources Limited	1.90	10,000 "
"	"	"	"	1.85	6,475 "
"	"	"	"	1.84	1,000 "
"	"	"	"	1.79	9,600 "
"	"	"	"	1.75	7,900 "
"	"	"	"	1.73	500 "
"	"	"	"	1.70	5,000 "
"	"	"	"	1.72	15,000 "
Oct. 29, 1982	Apr. 14, 1982	The Manufacturers Life Insurance Co.	Peoples Jewellers Ltd. - class "A"	.63	30,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
457573 Ontario Limited	CCL Industries Inc. - common shares	20,000 shrs
Cessland Corporation Limited	Augdome Corporation Limited - common shares	50,000 "
Aeonian Capital Corporation	Dorset Resources Ltd. - warrants	5,059,690 wts
Conwest Exploration Co. Ltd.	Chance Mining and Exploration Co. Ltd. - common shares	250,000 shrs
Dutch Canadian Investment Company N.V.	Leigh Instruments Limited - common shares	125,000 "

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Nathan Katz	Leigh Instruments Limited - common shares	41,250 shrs
Robert E. Budai	G & B Automated Equipment Limited - common shares	88,000 "
E.M. Dillman	Key Lake Explorations Limited - common shares	67,000 "
Robert E. Budai	G & B Automated Equipment Limited - common shares	5,000 "
Allen Karp	Leigh Instruments Limited - common shares	25,000 "
Paul Constantine Tennyson	"	101,400 "
Davis Moscovitz	"	18,750 "
Saul Shulman	"	" "
Dafina Holdings Limited	"	62,500 "
Consolidated Canadian Faraday Limited	Hydra Explorations Limited - common shares	250,000 "
Mo-Mac Investments Ltd.	Trimac Limited - common shares	22,900 "
The Estate of Roger Woodrow McCaig	"	100,000 "
Eric Cradock	Roycam Copper Mines Limited - common shares	82,000 "

TAKE-OVER BIDS, ISSUER BIDS

) GREYMAC CREDIT CORPORATION *
(OFFEROR)

CROWN TRUST COMPANY
(OFFEREE)

NATIONAL RESOURCE EXPLORATIONS LTD. #
(OFFEROR)

NATIONAL RESOURCE EXPLORATION
FUND - 1977
(OFFEREE)

TRILON FINANCIAL CORPORATION #
(OFFEROR)

LONDON LIFE INSURANCE COMPANY
(OFFEREE)

VARIATION OF OFFER

) READERS DIGEST ASSOCIATION, INC. *
(OFFEROR)

READERS DIGEST ASSOCIATION (CANADA)
LTD.
(OFFEREE)

NOTICE OF INTENTION - FORM 35

HUDSON'S BAY COMPANY

) Share Exchange

* Cash Offer

CONTINUOUS DISCLOSURE FILINGS

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

A ANNUAL FINANCIAL STATEMENTS

B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)

C INTERIM FINANCIAL STATEMENTS

D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL

E OTHER REPORTS

F REPORT OF MATERIAL CHANGE (FORM 27)

ACROFUND LTD.	C
ACTION TRADERS INC.	C E
AGASSIZ RESOURCES LTD.	A E
AGENCY	C
AHED CORPORATION	C E
ALBERTA ENERGY COMPANY LTD.	E
ALCAN ALUMINUM LIMITED	C E
ALGOMA STEEL CORPORATION LIMITED, THE	C
AMAX INC.	C E
AMCA INTERNATIONAL LIMITED	C
AMERACRUDE INTERNATIONAL INC.	C
AMERADA HESS CORPORATION	C
ANGLO UNITED DEVELOPMENT CORPORATION LIMITED	B
ASAMERA INC.	C E
ASSOCIATED PORCUPINE MINES LIMITED	A B C
ASSOCIATED RECREATION CORP.	C
ATCO LTD.	E
ATLANTIC RESOURCES INTERNATIONAL LTD.	E
ATLAS YELLOWKNIFE RESOURCES LIMITED	E
AUBET RESOURCES INC.	E
AUDAX GAS & OIL LTD.	E
AURORA 78-79 ENERGY PROGRAM	D
AURORA-CZAR 79-80 ENERGY PROGRAM	D
AURORA-ORBIT 79-80 ENERGY PROGRAM	D
AURORA-ORBIT 80-81 ENERGY PROGRAM	D
AURORA-TIBER 1980 EXPLORATION PROGRAM	D
AZL REOSURCES, INC.	C E
B P CANADA INC.	E
B.M.I. CAPITAL INC.	E
BAKERTALC INC.	C
BANNER PORCUPINE MINES LIMITED	C
BANNER FUND	C
BARBECON INC.	C
BAY TERRACE PARTNERSHIP	B E
BEAUTY COUNSELORS OF CANADA LTD.	A B E
BELL CANADA	E
BLACKWOOD HODGE (CANADA) LIMITED	E
BLAKE RESOURCES LTD.	E
BOW VALLEY INDUSTRIES LTD.	C E

BRASCADE RESOURCES INC.
 BRENDA MINES LIMITED
 BRINCO LIMITED
 BRITISH AMERICAN BANK NOTE INC.
 BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION
 BRITISH PETROLEUM COMPANY LIMITED
 BROOKE BOND INC.
 BROULAN REEF MINES LIMITED
 BRUNSWICK MINING AND SMELTING CORPORATION LIMITED
 C I F INCOME FUND
 CAE INDUSTRIES LTD.
 CAMPBELL RED LAKE MINES LIMITED
 CAMPBELL RESOURCES INC.
 CANADA CEMENT LAFARGE LTD.
 CANADA DEVELOPMENT CORPORATION
 CANADA MALTING CO. LIMITED
 CANADA SOUTHERN PETROLEUM LTD.
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 CANADIAN MARCONI COMPANY
 CANADIAN PACIFIC ENTERPRISES LIMITED
 CANADIAN PACIFIC LIMITED
 CANSHORE EXPLORATION LIMITED
 CANUSA ENERGY LTD.
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 CARLING O'KEEFE LIMITED
 CARMA LTD.
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 CELANESE CANADA INC.
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 CENTURY ENERGY CORPORATION
 CHARTER OILCOMPANY LIMITED
 CHEROKEE RESOURCES LIMITED
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 CHRYSLER CORPORATION
 CINEQUITY CORPORATION
 CITIES SERVICE COMPANY
 COLUMBIA GAS SYSTEM INC., THE
 COMAC COMMUNICATIONS LIMITED
 COMIESA CORPORATION
 COMMERCIAL FINANCIAL CORPORATION LIMITED
 COMINCO LTD.
 COMPUTALOG GEARHART LTD.
 COMPUTEL SYSTEMS LTD.
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 CONSOLIDATED BATHURST INC.
 CONSOLIDATED COMPUTER INC.
 CONSOLIDATED DURHAM MINES AND RESOURCES LIMITED
 CONSOLIDATED GASCOME OILS LTD.
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 CONSUMERS DISTRIBUTING COMPANY LIMITED
 CONSUMERS' GAS COMPANY LTD., THE

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 MARKEL FINANCIAL HOLDINGS LIMITED
 MARSHALL MINERAL CORP.
 McDONALD'S CORPORATION
 McINTYRE MINES LIMITED
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 MESA PETROLEUM CO.
 METINA DEVELOPMENTS INC.
 MICC INVESTMENTS LIMITED
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TRANS CANADA OPTIONS INC.
WABASSO INC.
WESTERN STOCKYARDS LIMITED
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NEW ISSUE AND SECONDARY FINANCING

BOW VALLEY INDUSTRIES LTD.

Receipt issued November 17, 1982 for final prospectus dated November 16, 1982 qualifying for sale in Ontario 2,800,000 Cdn. \$2.05 cumulative redeemable convertible Class D preferred shares, Series 1 and 1,200,000 U.S. \$2.00 cumulative redeemable convertible Class D preferred shares, Series 2 to provide net proceeds before deduction of expenses of issue aggregating Cdn. \$102,958,468 including Cdn. \$15,945,800 to be sold to two principal shareholders.

Underwriters: Dominion Securities Ames Limited
Richardson Greenshields of Canada Limited
Burns Fry Limited

CANADIAN PACIFIC ENTERPRISES LIMITED

Final receipt issued November 10, 1982 for a prospectus dated November 10, 1982 qualifying for sale in Ontario 3,350,000 common shares at \$17.75 per share yielding proceeds to the company of \$56,782,500 before expenses of issue. Concurrent with the sale of the above shares, Canadian Pacific Limited has agreed to purchase 7,941,718 common shares at \$17.75 yielding \$140,965,495 in order to maintain its 70.3% equity interest.

Underwriters: Dominion Securities Ames Limited
Burns Fry Limited
Nesbitt Thomson Bongard Inc.
Wood Gundy Limited

CARLSON MINES LTD.
(NO PERSONAL LIABILITY)

Final receipt issued November 22, 1982 for prospectus dated November 18, 1982 qualifying for sale in Ontario 750,000 units at 25¢ per unit. Each unit offered consists of one common share and one half Series B warrant. One warrant is required to purchase one additional share on or before August 31, 1983. There is also a further new issue of 240,000 shares issued pursuant to this prospectus in consideration of services rendered to the company. There is also a secondary offering of 275,000 shares the proceeds of which will not accrue to the company.

Promoter: Robert J. Platt

Agent: Osler, Wills, Bickel Limited

INCO LIMITED

Final receipt issued November 16, 1982 for an amending prospectus dated November 8, 1982 offering 6,000,000 common shares at \$11.25 per common share, to provide proceeds to the company of \$64,080,000 before deducting expenses of issue. The underwriters have an option to purchase up to 600,000 additional common shares for the purpose of covering over-allotments, if any.

NUTAAQ R & D INVESTMENTS LIMITED PARTNERSHIP
(the "Limited Partnership")
and
NUTAAQ SOFTWARE INC. ("Nutaaq")

Final receipt issued November 19, 1982 for a prospectus dated November 15, 1982 offering a minimum of 2,500 units and a maximum of 8,000 units, each unit consisting of one limited partnership interest and 100 common shares of Nutaaq.

This offering is being made on a best-efforts basis, and is intended to net the Limited Partnership and Nutaaq, respectively, at least \$2,196,875 and \$115,625, and at most \$7,030,000 and \$370,000.

Promoters of Nutaaq: Dynakey Corporation
Pamur Investments Ltd.
Hugh T. Ireton
Gordon Lovasz
Paul J. Murray

Promoter of the Limited Partnership: Nutaaq Software Inc.

Agent: Mercier, Ouimet, Masse Inc.

PARKDALE ESTATES APARTMENTS LIMITED PARTNERSHIP

Final receipt issued November 19, 1982, for a preliminary prospectus dated November 16, 1982, offering on a best efforts basis 8,350,000 limited partnership units at \$1.00 per unit, with a minimum subscription of 10,000 units, to yield the issuer \$7,515,000 before expenses of issue.

Promoter: Qualico Developments Ltd.

Agent: Qualico Securities Ltd.

SIENNA RESOURCES LIMITED

Receipt issued November 18, 1982 for final prospectus dated September 30, 1982 qualifying 102,500 12% cumulative redeemable convertible second preferred shares, Series A, and 1,362,835 common shares to be exchanged under a statutory arrangement for all the shares of Bolero Resources Limited and Desperado Resources Limited.

PRELIMINARY PROSPECTUS WITHDRAWN

WESTCOAST TRANSMISSION COMPANY LIMITED

Preliminary prospectus dated September 1, 1982 has been withdrawn at the request of the company.

PRELIMINARY PROSPECTUSES RECEIVED

November 16, 1982

Thomson Newspapers Limited

National Issue - Ontario

A secondary offering of \$ * * Class A shares at a price of \$ * per share.

Underwriters: Wood Gundy Limited

November 17, 1982

Albany - Charter Joint Venture
82/83 Energy Partnership

National Issue - Alberta

Offering 400 limited partnership units at a price of \$10,000 per unit.

Agent: Brault, Guy, O'Brien Inc.

November 18, 1982

Westcoast Transmission Company
Limited

National Issue - B.C.

Offering \$ *,000,000 * % debentures, 19 Series (unsecured and non-redeemable) at a price of * and accrued interest, if any.

Underwriters: McLeod Young Weir Limited
Pitfield Mackay Ross Limited

November 19, 1982

Chieftain Development Co. Ltd.

National Issue - Alberta

Offering U.S. \$ * (* shares) U.S. \$ * convertible second preferred shares 1983 series at a price of U.S. \$50.00 per share.

Underwriters: McLeod Young Weir Limited
Richardson Greenshields of Canada Limited

Imperial Square Edmonton III

National Issue - Manitoba

Offering \$*** (maximum offering) *** mortgage units at \$500 per mortgage unit with a minimum subscription of 10 mortgage units.

Agent: Imperial Securities Ltd.

AMENDMENTS RECEIVED

November 18, 1982

CCB Corporate Services Inc.

Amendment #1 dated November 16, 1982 to preliminary prospectus dated October 22, 1982.

Rupertsland Resources Co. Ltd.

Amendment #1 dated November 16, 1982 to preliminary prospectus dated November 3, 1982.

November 22, 1982

Relax Inns Partnership II

Amendment #1 dated November 19, 1982 to preliminary prospectus dated October 29, 1982.

Opact Energy Ltd.

Amendment #1 dated November 22, 1982 to prospectus dated September 13, 1982.

NOVEMBER 1982

REGISTRATIONS

SECURITIES

SECURITY ISSUERS

Nutaaq R & D Investments
Limited Partnership,
294 Albert Street,
4th Floor,
Ottawa, Ontario.
K1P 6E6.
(effective November 19, 1982) New Registration

Nutaaq Software Inc.,
294 Albert Street,
4th Floor,
Ottawa, Ontario.
K1P 6E6.
(effective November 19, 1982) New Registration

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Ontario
Securities
Commission

OSC Bulletin

DECEMBER 10, 1982

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RECOMMENDATIONS

REQUEST FOR COMMENTS

Section E of this Bulletin contains Interim OSC
Policy 3-70.

Comments regarding this policy should be made in
writing by February 15, 1983 and sent to:

The Secretary,
Ontario Securities Commission,
Suite 1800, Box 55,
20 Queen Street West,
Toronto, Ontario
M5H 2Y2

and to:

Mr. J. C. Corkill, CA,
Auditing Standards Director,
The Canadian Institute of Chartered
Accountants,
150 Bloor Street West,
Toronto, Ontario
M5S 2Y2

CHANGE OF ADDRESS

Effective November 22, 1982, please be advised of the change of address of the Ontario Securities Commission offices to:

ONTARIO SECURITIES COMMISSION
Suite 1800, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

Telephone 963-0223 is the same.

Our TDX Box 76.

The CDS also provide a box for OSC purposes at its facilities.

THERE IS NOW A NIGHT DEPOSITORY FOR LATE MAIL DELIVERIES
LOCATED ON THE 18th FLOOR AT THE ABOVE ADDRESS WHICH WILL
BE AVAILABLE UNTIL 6 P.M.

NOTICE

SECURITIES ACT; COMMODITY FUTURES ACT; REGISTRATION; SIMPLIFIED, NON-DUPLICATIVE PROCEDURES

The Commission and the Toronto Stock Exchange (the "T.S.E.") have concluded arrangements under which, by 1 January 1983, the T.S.E. will assume primary responsibility for processing joint applications for registration as salesmen under the Securities Act and the Commodity Futures Act (the "Acts") and approval as registered representatives under the T.S.E.'s by-laws and regulations. This will eliminate duplication of effort in the Commission's and T.S.E.'s procedures, simplify the regulatory burden on the T.S.E.'s member firms by permitting them to deal with the Commission, for most purposes, through the T.S.E. when they wish to sponsor new salesmen-applicants. Both the Commission and the T.S.E. will continue to undertake their independent statutory and regulatory discretions and duties.

Registration under the Acts is a condition precedent to an individual being permitted to trade in securities or commodity futures as a salesman or officer of a T.S.E. member firm holding registration under the Acts as either, or both, a securities dealer or a commodity futures merchant.

This further delegation of regulatory responsibility to the T.S.E., as a self-regulatory organization, has been made possible by the uniform application form, developed by the self-regulatory organizations and accepted by all Canadian securities administrators and self-regulatory organizations, and the standards of competence established by the self-regulatory organizations through the courses and examinations required to be taken through the industry-sponsored Canadian Securities Institute. This has enabled the Commission increasingly to rely on the T.S.E.'s regulatory review.

The Member Registration Department of the T.S.E. will receive the applications and conduct the in-depth review to be assured that the conditions precedent under the Acts and the T.S.E.'s by-laws,

regulations and policies have been met. Once satisfied that T.S.E. standards and those of the O.S.C. have been met, the T.S.E. will signify its approval by submitting the application, together with supporting information and the necessary fee to the Commission on behalf of its sponsoring member. The material being complete, the Commission will notify the T.S.E. that registration has been granted and the T.S.E. will notify the applicant and the sponsoring member. While registration under the Acts will become effective immediately initial registrations will be the subject of further routine enquiries by the Commission.

The T.S.E. and the Commission have agreed to expand this program early in 1983 to cover applications for registration as officers or partners of member firms and transfers and renewals of all classes of registration and changes in registration information. The T.S.E. has indicated its willingness to assume this responsibility on behalf of its member firms to further reduce the necessity of those firms dealing directly with two regulatory organizations in Ontario.

Like arrangements are about to be completed with the Ontario District of the Investment Dealers' Association of Canada as to salesmen of dealers under its audit jurisdiction. Continuance of such arrangements, however, will be subject to the Ontario District of the Investment Dealers Association of Canada making application for recognition as a self-regulatory body within 30 days of Bill 176, the Securities Amendment Act, 1982, coming into force.

NOTICE

INTERIM POLICY 3-70
CANADIAN INSTITUTE OF CHARTERED ACCOUNTANTS;
SECTION 1500.06 OF HANDBOOK;
DISCLOSURE OF DEPARTURES FROM HANDBOOK
RECOMMENDATIONS

In last weeks Bulletin (page 326E) the Commission published Interim Policy 3-70 which contains an error in that the last line read "...ending on and after March 31, 1982." and it should have read "...ending on and after March 31, 1983."

For your convenience a corrected copy of the material previously published is reproduced in section A and section E of this Bulletin.

LEGISLATURE OF ONTARIO

STANDING COMMITTEE ON GENERAL GOVERNMENT

Wednesday, November 24, 1982

The committee met at 10:11 a.m. in committee room 1.

After other business:

11:25 a.m.

ESTIMATES, MINISTRY OF CONSUMER AND COMMERCIAL RELATIONS (continued)

On vote 1502, commercial standards program:

Mr. Swart: Mr. Chairman, vote 1502 includes the Ontario Securities Commission and business practices on a variety of matters. The Re-Mor issue has surfaced under a number of the sections of this ministry including the OSC. I would like to pursue some questions under this vote with the minister at this time, if I may.

Mr. Chairman: Mr. Knowles has to leave; at what time, Mr. Knowles?

Mr. Knowles: I should be away by 12 noon or 12:10 p.m.

Mr. Chairman: If you have specific questions to Mr. Knowles, could you—

Mr. Swart: I do not have any specific questions for Mr. Knowles. They are for the minister on this matter.

Mr. Chairman: Can we deal first with questions to Mr. Knowles and then move on? Mr. Swart, you can deal with anything you want after that. Fair enough?

Mr. Swart: Okay. But not for too long; I do not want this vote to peter out.

Mr. Chairman: We have no time limits on any of the votes today.

Mr. Breithaupt: Mr. Chairman, there are two particular things I want to raise with respect to the appearance before us of Mr. Knowles. Before I do that, I think we should recognize that this will be the last appearance of Mr. Knowles before us as chairman of the Ontario Securities Commission.

As someone who knew him in university days, I was one who welcomed his appointment. I can now only say that a couple of years have gone by and here we are at the end of what I believe to have been a most successful tour and a compliment, not only to his abilities but also to the

various aspects of securities operation in which he has been particularly involved.

I am sure the minister and all of us thank Henry Knowles for what he has done over these several years in taking on this most important commitment and responsibility, since the securities legislation within the province and the way it is administered is often followed across the country in the other provinces from the lead that is given here. I thank him for what he has done and I am sure the other committee members and the Legislature do the same.

In raising two things, one that was of interest to me was with respect to Bill 176. As members will recall, I think it was three years ago that we reviewed the securities legislation in the province under Bills 7, 8 and 9. A number of additional changes have developed and been suggested in what is now the legislation before the House. I do not wish to debate in any way the legislation that is before the House other than to find out the intentions of the minister with respect to the completion of that legislation.

It would appear to me that if that legislation is going to be dealt with before we leave at Christmas time, it would be well to know that now, since it would appear that the justice committee's schedule is rather committed for some time to come—almost for kingdom come, I suppose, at this point. I wonder how you see the passage of that bill and can say what a delay in that bill may mean to the operations, particularly of the securities commission.

Hon. Mr. Elgie: Mr. Chairman, I introduced the bill and asked for second reading of it because the chairman of the securities commission indicated there were a number of matters he needed confirmed, matters that had been exercised by regulation for a number of years and needed now to have confirmation in statute. He indicated there were other matters that were new which had come before the commission during his tenure of office that he felt were urgent.

I realize there are a number of problems. Certainly the chairman and I are more than willing to do anything we can to expedite the process. He may want to comment further on that.

Mr. Knowles: Thank you for your kind remarks.

From the position I have for the next few weeks, I consider that the bill is critical to the administration of securities law in the province. I do not understand your procedures in the House and how they get processed through and become legislation, but there are several orders that have been granted by the Ontario Securities Commission on the premise that this bill would become law. Recognizing the superior position of the Legislature, those orders automatically terminate if the provisions are not enacted into law.

Mr. Breithaupt: By a specific time?

Mr. Knowles: That is correct.

Mr. Breithaupt: What time limit have you set on your orders?

Mr. Knowles: The most recent ones would terminate December 31. We do not have a catalogue of the outstanding orders. These would have to be reviewed to ascertain the number of orders outstanding.

Hon. Mr. Elgie: Can they be extended, Henry?
11:30 a.m.

Mr. Knowles: They could be amended. The commission would have to be persuaded that it was not contrary to the wishes of the Legislature that the law be extended by way of commission order.

There are a couple of critical new provisions in the bill which I do not want to get into; it is not the appropriate time to do that, I understand. Some of them have to do with recognition of new self-regulatory organizations in an attempt to take advantage of the economies that can be effected by relying upon the reputable self-regulatory organizations to assist in the administration of securities law, and also to consult with panels of private sector personnel rather than have to importune the minister for additional civil servants to carry out certain responsibilities.

From our point of view, ours being the commission in this connection, we consider it critical that it go through. We recognize the House has its own priorities and must determine on a broader perspective what should go through and what should not go through.

Mr. Breithaupt: Does the minister have any further knowledge to enlighten us as to the time that bill may proceed?

Hon. Mr. Elgie: I am afraid I cannot. We have indicated to the House leader that it is a priority matter, but you have readily pointed out the problem. Both opposition parties—I am not

criticizing, because I understand—have indicated a desire to have this bill go before committee. The member for Riverdale (Mr. Renwick) spoke quite vehemently about it, as you will recall. Certainly, if that remains the wish, I think it is a problem of finding the time for it. I have left that to the House leader and have indicated our intentions.

Mr. Knowles: I would just add one more comment. In terms of the legislative review for this body, as Mr. Breithaupt has indicated, my term will be ending at the end of this year. The commission on which I have served formulated that bill, and it would be extremely difficult for a successor to understand the pros and cons that went into the compromises that represent the legislation in that bill, should the review take place subsequent to the end of this year.

Mr. Breithaupt: I hope the minister or the chairman of the committee will ensure that the House leaders receive a copy of the comments made today on this particular matter. You will realize that there are more pages of notes to the bill than there are for the text of many other bills. There are particular and detailed things which I believe the Legislature would do well to have the opportunity of some discussion in committee, particularly where the changes that are being made are substantial and especially when we had the benefit of full hearings from interested persons who attended the last time we had major changes to securities legislation. I think we would be doing a better job if some time was available in committee to have some of the give-and-take explained to us and just what we are being called upon to pass.

It is a particularly detailed and involved area in which I am sure none of us presumes to be expert, yet we will try to do the best we can with the legislation before us. There may be a requirement to seek additional time for the committees to sit, or to in some way go ahead with concurrent meetings. I hope you will bring this to the attention of the House leaders, because it does concern me if this legislation does not proceed in a reasonable and thorough way. I would not like to see it rushed, nor would I expect to take excessive time, but I think we have to do the right thing here.

Hon. Mr. Elgie: Do you think the process would be hastened if the chairman was to have meetings with representatives of each party to go over the nature of the amendments? Then the committee might be better prepared to deal with the bill expeditiously.

Mr. Breithaupt: I think that would just mean the chairman has to go through the same thing three times. It would seem more practical to give the explanation once, before those who are attending the committee and who are likely to be either more interested or to have the responsibility within their caucuses for the legislation.

Mr. J. A. Taylor: So your answer is no?

Mr. Breithaupt: Yes. The only other point that I wanted to raise is with respect to the Argosy situation. The Argosy Financial Group of Canada has been mentioned in various headlines over the last several months. I asked a question on November 18 concerning the two-and-a-half-year investigation by the Ontario Provincial Police and the Ontario Securities Commission.

Mr. Chairman, you will recall that some 1,600 investors lost their savings. I had asked questions with respect to the regulatory procedures and the duties not only of the Ontario Securities Commission but also of the registrar of mortgage brokers and of the financial institutions division generally, with respect to the collapse of that operation in March 1980. In a supplementary question I raised the matter of provincial licensing and review, and the minister responded that these areas were, as I recall, being considered and that he too was concerned as to the financial losses that had occurred.

Another aspect that came up at the time was the circumstance of John David Carnie, who had been convicted for conversion of funds in 1971. Indeed, in 1973, Argosy had a condition attached to its mortgage broker's licence requiring that Mr. Carnie divest himself of shares in that company. To my understanding, that was a condition of the licence which was not renewed. We then had the approval of the Argosy prospectus, which apparently contained a gross misstatement of material fact. The end result was that \$3 million of unsecured debentures were sold to an unsuspecting public at a time when, as I understand it, the company was effectively insolvent.

So there are a number of questions with respect to the supervision of procedures by the Ontario Securities Commission and by the ministry in this area. I recognize, of course, that persons attempting to set up these scams are often able to avoid the law no matter how carefully it is drawn. What I would like to have a brief discussion on, though, is whether there have been any changes in practices by the Ontario Securities Commission or by the minis-

try generally, as a result of that experience we have now had before us for these last two years.

Mr. Knowles: There have been no changes in the procedures before the Ontario Securities Commission as a result of the Argosy experience. I believe the charges that were pressed against the named individuals in the last few weeks include a charge for bringing forward a false prospectus. There is no procedure we have been able to devise that eliminates the possibility of someone bringing forward a false document, or that provides the investigative power that enables you to divine that a particular document is false or not false if people are prepared to sign certificates or affidavits that the document is a true, correct document.

So the specific answer to your question, Mr. Breithaupt, is that there have been no changes in procedures. We are trying to move, however, on a broader perspective into the computer age in terms of having larger profiles of checks on names and individuals involved and to try to avoid people falling through the net. As you will appreciate, the computer age that is upon us is a costly one in terms of constraints that governments find themselves in at the present time. That movement is proceeding at a rather slow pace. I think necessarily in view of the economics of the situation.

11:40 a.m.

It is very hard to talk about the subject at the present moment because the individuals are before the courts on criminal charges. One tries to be very careful not to upset the balance or to offend their rights as to what is going on. As to the comments you made with reference to Mr. Carnie, I have reviewed very carefully the commission decision that granted Mr. Carnie his right to get back into society, if you will. I believe, in the social mores under which we live today, that is a correct decision. We live in a society that countenances such re-entry into the normal social process after a period of retribution and a period subsequent to that when good conduct has been evidenced. One is conscious of other agencies of this government, such as the Ontario Human Rights Commission, in determining what bars may be placed on people for how long.

I believe in the present climate, Mr. Breithaupt, if another Mr. Carnie were to appear before the commission sitting formally on an appeal from denial of registration, that if facts were unveiled before that panel of the commission that the person had served his sentence as meted out by

the courts and had lived an exemplary life subsequent to that, up to the time of the hearing, he would probably be granted registration again.

Mr. Breithaupt: I have no further questions. Thank you, Mr. Chairman.

Mr. Chairman: Mr. Haggerty, you wanted to speak on this vote, did you not?

Mr. Haggerty: No, I was just asking what vote you are on.

Mr. Swart: I would like to ask the minister to report on the situation with regard to the commodity futures exchange. Are there any changes in plans for this? Is it proceeding apace?

Hon. Mr. Elgie: I believe it is but I would ask the chairman to outline that for me. He is in day-to-day contact with that.

Mr. Knowles: Yes, sir, the Toronto commodity futures exchange is operating under a commission order that allows it to operate a futures exchange at the present time. As you are aware, sir, there is a bill before your House asking that the Toronto futures exchange be brought into existence by way of formal statute. I am not aware at present of the status of that bill before your House.

The registration of the Toronto Stock Exchange allowing it to deal in commodities and futures expires at the end of this year, on December 31. Again, as I said in response to Mr. Breithaupt, that was put into the original authorizing orders that have been extended, I believe, two or three times now, on the premise that the commission should not authorize such an exchange to exist if the House was not prepared to have such an exchange exist.

What the commission is going to do if the bill does not become law I cannot really tell. It is not on our agenda at the present time. We are hoping we will see some results from the House. If that does not happen, I imagine the Toronto Stock Exchange will be applying to us for an extension of its registration to allow it to continue to deal in them. I cannot forecast, as often I am able to forecast, what my commission will do with it, having extended it two or three times in the face of the bill not coming through the House as authorizing legislation. One thing we will do is ask the government specifically whether the nonpassage of the bill into law represents in whole or in part the concern by the House that there should not be such an exchange in Ontario.

Mr. Swart: The reason I asked the question of the minister really was to get his views on this. I wondered if there was any change in the plan

with regard to creating this commodities exchange. I may be wrong in this; I am just going from memory. I did not bring the material with me. Am I right in saying it is not one of the bills the government has given priority for finalizing this fall?

Hon. Mr. Elgie: The bill was put before the House because the government supports the existence of that exchange, and I do not think it is any mystery to you that very little legislation is proceeding in the House. There are a number of priority items. It is a priority item, but there are other matters that are equally or, in some cases, more of a priority at the moment.

Mr. Swart: You are saying to me that the proposal has not changed. It is still your intention to get this in place as quickly as you can.

Hon. Mr. Elgie: It is our intention to have the bill processed.

Mr. J. A. Taylor: Surely the bill manifests government policy and that policy is in accord with what the commission has been doing which, I suppose, should or could encourage it in renewing that order again to enlarge the time of its operation.

Mr. Breithaupt: I believe, Mr. Chairman, we should also make it clear to Mr. Knowles and to the members of his commission that there is no desire to delay the bill when it is brought before the House. It is certainly the intention of the Liberal opposition to support the bill in principle. While it may be worthy of several days of discussion at committee stage, certainly, the wish would be that we proceed to have this financial opportunity well established and in place within the province.

I would have the temerity to suggest perhaps the commission will want to put this on its agenda, because the extension of those necessary orders for several months may be required in the light of the views expressed here today.

Mr. J. A. Taylor: I assume that the tardiness is not indicative of support or opposition to the bill. It is just that the bill has fallen prey to other more pressing activities.

Hon. Mr. Elgie: That is correct.

Mr. Chairman: Are there any further questions of Mr. Knowles or on vote 1502, item 1? Are we in agreement that item 1 be carried? Agreed.

Mr. J. A. Taylor: Mr. Chairman, I hope it is in order for me to umbrella under the remarks of my colleague and wish Mr. Knowles well in his future endeavours and thank him for his past services.

Mr. Chairman: I am sure we all echo that. Mr. Knowles. On item 2, pension plans, any questions, Mr. Bradley?

CURRENT PROCEEDINGS
BEFORE
ONTARIO SECURITIES COMMISSION

EFFECTIVE NOVEMBER 22, 1982, OUR NEW ADDRESS IS:

Ontario Securities Commission
Suite 1800, BOX 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

963-0223

PLEASE CONTACT SECRETARY'S OFFICE 963-0216
FOR EXACT LOCATION OF HEARINGS

THURSDAY
DEC. 9, 1982
2:30 P.M.

ENERGY & PRECIOUS METALS INC./ELECTRA
INVESTMENTS (CANADA) LIMITED

S. 124

20 Queen St. W.
Suite 1800

R. Rodgers for OSC

Gar Emerson for Electra.

Edward P. Kerwin for Energy & Precious
Metals.

TUESDAY
DEC. 14, 1982
9:30 A.M.

Series of 18 Hearings;
re: Violations of Regulations

OSC - R. Rodgers

WEDNESDAY
DEC. 15, 1982
10:00 A.M.

JOSEPH BURNETT

S. 124

20 Queen St. W.
Suite 1800

OSC - Brian Bellmore
- Dennis Bigham

MONDAY
DEC. 20, 1982

ALFRED A. POWIS, WILLIAM JAMES AND E.
KENDALL CORK RE: NORANDA MINES LIMITED
S. 124

OSC - Tom Lockwood

TUESDAY
DEC. 21, 1982
9:30 A.M.

20 Queen St. W.
Suite 1800

Consideration of T.S.E. proposal re:
Use of statements of material facts, as
initially discussed in the T.S.E. Report of
the Access Committee, entitled "Proposal to
Foster Capital Formation for Junior Resource
and Industrial Enterprises", dated October,
1981.

OSC - C. Salter
K. Boast
H. Malcolmson

NB: Copies of the above-mentioned Report
are available at the office of Mrs.
Florian Riddell of the T.S.E.,
Circulation Department, 2 First
Canadian Place, 6th Floor, Toronto, M5X
1J2 (947-4222).

WEDNESDAY
DECEMBER 22, 1982
9:30 A.M.

IDEM

THURSDAY
DEC. 23, 1982
10:00 A.M.

MUNK AND RUDER

S. 124

OSC - Ron Rodgers

THURSDAY
JANUARY 20, 1983
2:15 P.M.

TEMPLE EXPLORATIONS INC.
Policy 3-02

Ms. Karen Eby and Ms. Susan McCallum in
attendance.

THURSDAY
JANUARY 27, 1983
9:30 A.M.

HUTTON COMMODITY RESERVE FUND LIMITED

Referral under section 60(4)

Staff Counsel - R. A. Lococo

For Applicant - Purdy Crawford.

(Rescheduled from December 2, 1982)

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MASONIC TEMPLE CORPORATION LIMITED

ORDER
(Section 79(b)(iii))

UPON the application, received and perfected October 8, 1982 of MASONIC TEMPLE CORPORATION LIMITED (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to Section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Sections 76 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the first and third quarters of each of its financial years provided that:

1. By a vote, taken annually, of the security holders of the Issuer entitled to vote, a majority of the votes cast shall approve of this exemption, but the results of such votes, in any case, shall be reported to the Commission in writing within ten business days of the taking thereof;
2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Issuer unless the Commission is satisfied that the exemption should continue.

19th November, 1982

"Henry J. Knowles"

"Harry S. Bray"

"R. J. Kane"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF COMINCO LTD.

ORDER
(Section 117(2)(a)(ii))

UPON the application, received in completed form on November 16, 1982, of COMINCO LTD. (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to Section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c. 466, (the "Act");

AND UPON the Commission, pursuant to Section 6 of the Act, having assigned to me the power to make such an Order;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to Section 117(2)(a)(ii) of the Act that the insiders of the Issuer and its subsidiary, Cominco American Incorporated, be and hereby are exempted from the reporting requirements of Section 102 of the Act with respect to the acquisition of common shares of the Issuer through its Savings and Stock Purchase Plan, its Retirement Income Savings Plan, and Cominco American Incorporated's Employee Stock Ownership and Profit Sharing Plan (the "Plans") provided that:

1. Each insider shall file on or before the end of March of each year a report in the form prescribed by Section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plans during the twelve month period ending December 31st preceding such date; and
2. If any insider should dispose of securities acquired through the Plans prior to reporting the acquisition thereof, such insider shall file a report in accordance with Section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

3rd December, 1982

"John F. Leybourne"

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF SIENNA RESOURCES LIMITED

RULING
(Section 73)

UPON the application of Sienna Resources Limited ("Sienna") to the Ontario Securities Commission (the "Commission"), received October 25, 1982 and perfected November 25, 1982, for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") to vary the resale restrictions upon certain common shares of Sienna;

AND UPON being advised that:

1. Sienna, a British Columbia company, has been a reporting issuer, as defined in the Act, since November 18, 1982;
2. The common shares of Sienna are listed and posted for trading on the Vancouver Stock Exchange (the "VSE");
3. On November 18, 1982, the Director of the Commission issued a receipt for a prospectus (the "Prospectus") dated September 30, 1982, qualifying the issue of 1,362,835 common shares and 102,500 12% Cumulative Redeemable Convertible Second Preferred Shares, Series A ("Convertible Preferred Shares") of Sienna, with respect to the merger of Sienna with Bolero Resources Limited ("Bolero") and Desperado Resources Limited ("Desperado") pursuant to plans of arrangement of Bolero and of Desperado, as described in the Prospectus;

4. Of the 102,500 Convertible Preferred Shares of Sienna to be issued pursuant to the Prospectus, 2,852 Convertible Preferred Shares (2.78%) will be issued to three residents of Ontario; and
5. The first trade in the common shares (the "Subject Common Shares") of Sienna acquired by residents of Ontario upon conversion of the Convertible Preferred Shares issued pursuant to the Prospectus shall be subject to the restrictions set out in section 71(5) of the Act;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that the first trade in the Subject Common Shares shall not be subject to section 24 or 52 of the Act, provided that:

1. Such trade is carried out through the facilities of the VSE in accordance with the rules of such exchange and the applicable laws of the Province of British Columbia; and
2. Upon or prior to issue of any Subject Common Shares to a security holder resident in Ontario:
 - (a) Sienna provides such holder with a copy of this ruling; and
 - (b) Sienna obtains from such holder and files with the Commission a written acknowledgment that such holder:
 - (i) has received a copy of this ruling; and
 - (ii) is aware that resale by such holder of the Subject Common Shares is subject to certain restrictions imposed by the Act, as varied by this ruling.

DATED at Toronto this 5th day of December, 1982.

Henry J. Knowles, Q.C.

Harry S. Bray, Q.C.

SECTION 123
TEMPORARY CEASE TRADING ORDERS

NORMAN MINES LTD.

Temporary cease trading order issued December 3, 1982,
for failure to make statutory filings. Statutory
hearing December 17, 1982, at 10.00 a.m.

WHITE STAR COPPER MINES LIMITED

Temporary cease trading order issued December 6, 1982,
for failure to make statutory filings. Statutory
hearing December 20, 1982, at 10.00 a.m.

INTERIM POLICY 3-70

CANADIAN INSTITUTE OF CHARTERED ACCOUNTANTS;
SECTION 1500.06 OF HANDBOOK;
DISCLOSURE OF DEPARTURES FROM SPECIFIC
HANDBOOK RECOMMENDATIONS

Section 1500.06 of the Handbook of the Canadian Institute of Chartered Accountants ("CICA") reads in part:

Where the accounting treatment or statement presentation does not follow the recommendations in this Handbook, the practice used should be explained in notes to the financial statements with an indication of the reason why the recommendation concerned was not followed. No rule of general application can be phrased to suit all circumstances or combination of circumstances that may arise and the determination of what constitutes fair presentation or good practice in a particular case requires the exercise of professional judgment.

Section 1500.06 countenances circumstances where, in reliance upon this section, notice of a departure from a specific recommendation in the CICA Handbook as to accounting treatment or statement presentation is confined to a note to the financial statements - the auditor's report remaining unqualified. In the view of the Commission, a "clean" auditor's report implies to the lay user of financial statements that the specific recommendations in the CICA Handbook have been followed throughout in the preparation and presentation of the financial statements reported upon. To avoid this misapprehension the Commission has determined that, where in reliance upon section 1500.06 the accounting treatment or statement presentation does not follow the specific recommendations in the Handbook, reference should be made in the auditor's report to the note to the financial statements explaining the practice adopted and the reasons for the departure from the recommendations in the CICA Handbook.

Accordingly, this requirement applies as to financial statements filed with the Commission by reporting issuers and registrants for fiscal years ending on and after March 31, 1983.

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

- | | |
|------|---|
| "B" | - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding. |
| "D" | - Director of principal reporting issuer. |
| "DI" | - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |
| "K" | - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer. |
| "S" | - Senior Officer of principal reporting issuer. |
| "SI" | - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |

NATURE OF OWNERSHIP

- | | |
|-----------|---|
| No Symbol | - Securities are beneficially owned directly. |
| Symbol #1 | - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity. |

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, Matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
A G F MANAGEMENT LIMITED	"B" Preferred	Kenneth John Gray	Nov/82		100	110672
		Raymond C Ridgway	DISI	T	10	
			Apr/82	T	10	
			Jul/82	T	10	
			Oct/82	T	13	435
		Gordon Bruce Sutherland	D	Nov/82	T	550
						28650
ACKLANDS LIMITED	Common	Donald J Wilkins	D	Nov/82	T	158
		Wife	--	I		8102
						200
AERO ENGERGY LTD	Common	John H Hawke	D	Nov/82		---
		Indirect Holdings	--	I	10000	49500
AIKEN RUSSET RED LAKE MINES LIMITED	Common	Estate of Joseph H Hirshhorn				567748
		Amended	B	I R		
ALLIED CORPORATION	Common	Robert D Kilpatrick	D	Nov/82	100	300
		Wife		Nov/82	100	200
AMERADA HESS CORPORATION	Common	B T Deverin	DS	Oct/82	1612	25500
		Indirect Holdings	--	I		12516
AMPAL-AMERICAN ISRAEL CORPORATION	Class A	Michael Jaffe	DS	Nov/82	3500	11000
ANDRES WINES LTD.	A Common	Ralph Macdonald Logan	DS	Nov/82	5100	3000
ANGLO UNITED DEVELOPMENT CORPORATION LIMITED	Common	Walter Stonebank	B	I R		1230986
ARBOR CAPITAL RESOURCES INC	Class B	John William Sabine	DS	Nov/82	1000	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATLAS YELLOWKNIFE MINES LIMITED	Common	Leo J. Thibodeau Revallee Gas & Oil Limited	D Nov/82 1		89000	5750
AURELIAN DEVELOPERS LTD	Common	Dalhousie Oil Company Limited*	B I R			311746
BANKENO MINES LIMITED	Common	Frederick Allen Youck RRSP	S Nov/82 1	9800		16250
BONANZA RED LAKE EXPLORATIONS INC	Common	Victor H Perry	D I R			1
		Sumtra Diversified Inc	B Dec/82	100000		300000
		John T Tokarsky	S I R			1
BONAVENTURE ESTATES I LIMITED PARTNERSHIP	Units	221983 Alberta Ltd Brian Ekstrom Management Ltd In Trust for 221983 Alberta Ltd	I R 1			690
		Douglas Albert Berlis RRSP	D Nov/82 -- 1		2000	3386 1614
BRALORNE RESOURCES LIMITED	Common	Gordon R Lavis Share Purchase Plan	S Aug/82 1	266		12527
BRAMALEA LIMITED	Common	John Francis Gallagher Wife Sears Bank & Trust	D Nov/82 -- 1 -- 1	16		16 100 500
BRASCAN LIMITED	Class A	Thomas N Dirks N M Rothschild & Sons	DSB --			8868
BRINCO LIMITED	Pfd Series A		Nov/82 1		1700	208300

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAE INDUSTRIES LTD	Common	David R Tait	SI Aug/82 Oct/82	X 5400	8400	16800
CAMCHIB RESOURCES INC	Common	Hubert Marleau Amended	D Jan/82		3000	400
	Bonds	Hubert Marleau Amended	D Jan/82	\$25000		\$25000
CANADA INVESTMENT CORP LTD	Common	David M Woods	D 1982 1982	10000 7		138
CANADA TRUSTCO MORTGAGE COMPANY	Common	John D Richardson	S Sep/82	10		10
CANADEx RESOURCES LTD	Common	Ignatius A McEwan	DI Nov/82		2000	1000
CANADIAN OCCIDENTAL PETROLEUM LTD	Common	Charles R Mikkelsen Savings Plan	S Jun/82 --	X 1500 1		1536 6978
		David Bertram Wife Savings Plan	DS Nov/82 Nov/82 Nov/82		9514 900 5100	---
		William G O'Rourke Indirect	DS -- Nov/82	I	200	10810 7612
CANADIAN PACIFIC ENTERPRISES LIMITED	Common	Gordon Stewart MacLean Reinvestment and Share Purchase Plan	S 1982	I 60		465
		David Brian Samuel Walker Reinvestment and Share Purchase Plan	SI -- 1982			5
				I 10		94

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN PACIFIC ENTERPRISES LIMITED (Continued)	Common	Denham J Kelsey	DI Nov/82	500		500
		Marie E Mottashed	SI Jul/82	15		
			Oct/82	179		932
		Ian D Sinclair	DDIS --			61000
		R I S Investments Limited	Nov/82	1 2000		2000
CANADIAN PACIFIC LIMITED	Common	Stanley A Milner	D Nov/82	4000		9000
CANADIAN UTILITIES LIMITED	Class A	Thomas Edward Cardell	SI Nov/82	82		82
CANNON MINES LIMITED	Common	David Douglas Martin Abaco	DS -- Nov/82	1	6000	500 90000
CANUSA ENERGY LTD	Common	Wesley David Black Indirect Holding	D Nov/82	1 6890		37804
CAPITAL CABLE T V LTD	Class B	John E Poole	DB Oct/82		110000	---
	Promissory Note	Indirect Holdings	Oct/82	1 110000		137500
		John E Poole	DB Aug/82		\$61143	---
		Control	Aug/82	1	\$98838	---
	Common Class A	James R Shaw	D --			308000
		James R Shaw				
		Securities Limited	Nov/82	1 1500		241250
		Western Cable TV Limited	--	1		7500
CARMA LTD	Common	Stephen A McConnell	S Nov/82		1000	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CCL INDUSTRIES INC	Common	Arnold Englander 457573 Ontario Limited Other Indirects	-- Nov/82 -- 1 1			11400 97600 18000
CENTURY ENERGY CORPORATION	Common	Ross J McGroarty	Nov/82	15000		398000
CHIEFTAIN DEVELOPMENT CO. LTD	Common	Harold L Hitchins	Jul/82		698	3302
COCKFIELD BROWN INC	Common	Don M E Hamilton	I R			2100
COLONIAL OIL & GAS LIMITED	Common	James M Thomson	I R			10000
		John W Race	I R			500
		Custodian	I R	1		20000
COLOR YOUR WORLD INC	Common	Kernwood Inc Kernwood Limited	Nov/82	1	800	449500
COMINCO LTD	Common	William R Hargrave	I R			49
COMPUTALOG GEARHART LTD	Common	Walter A Dawson Amended Perfco Investments Ltd	Sep/82 Oct/82 Oct/82 --	1 1 1	7300 17000	685800 1000 2500
		RRSP Wife			1000	
CONSOLIDATED BATHURST INC	Common	Ronald Giroux	1981 Feb/82 May/82 Aug/82	T T T T	109 28 35 36	1390
	Preferred	Ronald Giroux	Nov/82	T	1000	1000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONSOLIDATED BATHURST INC (Continued)	Common	Peter N Thomson	S Oct/82		2446	4373
	Common B	William I Mackenzie DS Wimtone	Nov/82	1000		298339
		Wimtwo	--			8011
CONSOLIDATED IMPERIAL RESOURCES LTD			--			115244
	Common	N Gary Van Nest DSB	--			40000
		N G V N Investment Corporation	Nov/82 M1		150000	10000
		Van Nest Management Corporation	Nov/82 M1		1050000	---
		International Pathfinder Resources Ltd	Nov/82 M1	1200000		1200000
CONSOLIDATED LOUANNA GOLD MINES LIMITED	Common	Frank Cadesky D	--			29950
		Cadre Corporation	Nov/82	2000		26750
CONSOLIDATED MONTCLERG MINES LIMITED	Common	Harold W Blakley D	Oct/82 X	50000		50000
		Andre Dorfman D	Oct/82 X	50000		75000
		Philip B Gurvich D	Oct/82 X	50000		50000
	Common	Francis C Oatway S Wife as Trustee	Nov/82 Nov/82 I		100 200	---
CONTINENTAL GROUP INC, THE		Elbert A Henry Jr S	Oct/82 F	157		1543
	Common	James Tibor Halom S Wife	Nov/82 Nov/82 G I		10 500	6460 500
		Marvin G Rogers S	Nov/82		1908	34800
		Children	--	I		100

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COPCONDA-YORK RESOURCES INC	Common	Donald C Deacon	D Jun/82 E		87400	---
	Class B	Tom A Patterson Spring Eagle Farms Ltd	DS -- Nov/82 1			333400 ---
CORBY DISTILLERIES LIMITED	Common	James P Ferguson	D Aug/82 Aug/82	236	203	67
		Roger Lechappelle Wife	DS Aug/82 -- 1	1056		4799
		Son	-- 1			1500
						100
	Class A	Gerald Levesque	SI I R			1022
	Class B	Gerald Levesque	SI I R			1000
	Common	Liliane Monier	S Aug/82 Oct/82	224	252	---
	Class A	Pierre Racette	SI I R			1429
	Class A	Nigel Goodall Amended	S Nov/82		1160	---
	Common	Robert A Bandeen	D I R			250
DELHI PACIFIC MINES LIMITED	Common	Thomas H Gorkoff In Trust	D Oct/81 Oct/82 M1 Nov/82 M1		6500 6600 3300	100 --- ---
DENOM RESOURCES INC	Common	George S Cross	S I R			---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DICKENSON MINES LIMITED	Common 'B'	Daniel N Zeraldo	Oct/82		1000	
			Nov/82	500		
			Nov/82		500	---
DOME PETROLEUM LIMITED	Common	Robert W Gillanders Family Holding Co	Nov/82	13113		96493
			--			2000
DOMINION TEXTILE INC	Option	Karl G Leidl Amended	Aug/82	31000		31000
DORSET RESOURCES LTD	Common	Lawrence G McDonough	Nov/82		400	2158
ENS BIO LOGICALS INC	Warrants	William H Smith	Nov/82		55000	461015
FIDELITY TRUST COMPANY, THE	Common	Ralph Horner Control or Direction Indirect Ownership	--			259426
			Nov/82	1	8000	243926
			Nov/82	1	31000	35478
FIRST CALGARY PETROLEUMS LTD	9% Preferred Series A	Kelvin K Ogilvie	Oct/82		6000	94000
G & B AUTOMATED EQUIPMENT LIMITED	Common	Douglas Henderson Fullerton	Nov/82		1200	500
GENERAL DISTRIBUTORS OF CANADA LTD	Preferred	J Ronald Woods J T W Holdings Ltd	Nov/82	1100		7500
			Nov/82	2000		5500
G & B AUTOMATED EQUIPMENT LIMITED	Common	Robert E Budai	Nov/82		5000	254569
GENERAL DISTRIBUTORS OF CANADA LTD	Warrants	Sheldon Altman	Nov/82		2000	3000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION	Common	Alfred S Warren Jr	S Nov/82		100	1933
		Wife	--			39
		Other Indirect	--			3015
GENSTAR CORPORATION	Common	Walter E Montgomery	DI I R			500
GEORGE WESTON LIMITED	Common	Angus W Young	DI Nov/82	X	400	---
			Nov/82		400	---
GREAT WEST STEEL INDUSTRIES LTD	Common	Douglas S Kennedy	S Oct/82		1200	65130
			Nov/82	2400		
GULF & WESTERN INDUSTRIES INC	Common	Harold U Zerbe	D Oct/82		1400	193472
GULF CANADA LIMITED	Common	Daniel R Motyka	S Nov/82		488	---
HALFY INDUSTRIES LIMITED	Common	Ronald H McRae	D Nov/82		20000	428000
HARDING CARPETS LTD	Class C	426008 Ontario Limited	R Nov/82		2900	1500
HAYES-DANA INC	Common	Bernard Schwartz Holdings Limited	DI Oct/82	1	1700	---
HUSKY OIL LTD	Common	Donald Louis Jensen	SI Nov/82		400	900

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INEXCO OIL COMPANY	Common	Louis E Magne	D I R			100
INTERNATIONAL BUSINESS MACHINES CORPORATION	Capital	John H Grady Children	S Nov/82 G Nov/82 G1		100	5287 929
IRWIN TOY LIMITED	Non Voting Common	Michael C Armstrong	S Nov/82 X	1430		7832
JOHN LABATT LIMITED	Common	Louis Boaretti	DS Nov/82		5000	4226
		J M Legault	S Nov/82 Nov/82	3000		---
		RRSP Executive Share Purchase Plan	-- 1 -- 1		3000	278
						500
JONPOL EXPLORATION LIMITED	Common	Robert A Pollock* Indirect Holdings	D Oct/82 Oct/82	5000	26500	53500 5000
KEY LAKE EXPLORATIONS LIMITED	Common	E M Dillman	DS Nov/82		7000	181500
LAIDLAW TRANSPORTATION LIMITED	Preferred	Laurence J Needler Fairway Heights In- vestments Ltd	DDISI Nov/82	1	4800	850003
LANGIS SILVER & COBALT MINING COMPANY LIMITED	Common	Harry I Miller	DS Nov/82	300		23908
LUMONICS INC	Common	James K Wright	DISI Nov/82 Nov/82		700 12530	251770
MACFIE RESOURCES INC	Common	Ronald N Burbeck	DISI Nov/82		13000	252000
		Kenneth A Wallace RRSP	D I R	1		1000

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MIDCON OIL & GAS LIMITED	Common	Charles W Streit	D Nov/82		1500	200
MOLSON COMPANIES LIMITED, THE	Class A	Lawrence R Sinclair	S Nov/82		2000	31
		Morgan McCammon	S Nov/82		2500	---
		Morgan McCammon	Nov/82		1500	---
MONTREAL TRUST COMPANY	Common	Douglas T Waite	S Oct/82	E	1000	---
		James W E Mingo	D Oct/82	E	500	---
		James W E Mingo	D I R			1750
MURPHY OIL COMPANY LTD	Common	John A Gould	S Apr/82 Sep/82 Sep/82	X	400 183	400
NATIONAL TRUST COMPANY LIMITED	Common	Robert Farquharson Savings Plan	DS 1982	I	498	866
		Ernest S Spurgeon Savings Plan	S 1982	I	214	316
		Smiley Raborn Jr	D 1982		30	794
NEW UNGAVA COPPER CORPORATION	Debenture	Michael W Manley				
		Challisbury Developments Limited	DS Jul/82	I	25000	15000
		William S Mahar	S I R			500
NEWFOUNDLAND CAPITAL CORPORATION LIMITED	Class B	William S Mahar	S I R			500
		Zinor Holdings Limited	B Nov/82		20846870	---
		Zinor Holdings Limited	Nov/82		804967	---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACLEAN HUNTER LIMITED	Class X	James K Warrillow	Nov/82	2500		6500
		Indirect Holdings	--	1		361
MAGNETICS INTERNATIONAL LTD	Common	Alan Blackburn	Sep/82	900		12400
		Deferred Profit Sharing Plan				
				1		438
		David E Khazzam				
MAISLIN INDUSTRIES LTD	Common	In Trust for Andrew Khazzam	I R			500
		Magentics International Ltd	Nov/82	2000		---
			Nov/82	R	2000	---
MANNVILLE OIL & GAS LTD	Common	Alan W Maislin	Nov/82	11000		11960
		E R Elenko	Nov/82	500		11100
MERCANTILE BANK OF CANADA, THE	Common	Roel Investments Ltd	--			462035
				1		
		Nathan Bossen	I R			249
		John O Kiervin	1982	724		971
MESA PETROLEUM COMPANY	Common	Charles A Hughes				
		Savings Plan	1982	1	533	533
		Geza Zarand				
		Savings Plan	I R			206
		Howard R Green	I R			---
		William D Poynor	I R			---

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORANDA MINES LIMITED (Continued)	Common	Kerr Addison Mines Limited	I R			13273981
	Preferred	Kerr Addison Mines Limited	I R			220141
NORMICK PERRON INC	Common	Albert Boisvert	D Nov/82		1161	9000
		Jules Parent	S Sep/82	50		7841
NORTHSTAR RESOURCES LTD	Common	Richard W Switzer Spouse	DS Nov/82 --		15000	246821 4156
				1		
NORTHUMBERLAND MINES LIMITED	Common	Mordy P Brockwell	D Oct/82	5759		
		RRSP	Nov/82 --		5759	---
				1		75000
NOVA AN ALBERTA CORPORATION	Common	John E Feick	S Sep/82 Sep/82	4500		---
		Theodore Schwartzberg	S Nov/82		1000	---
NU-WEST GROUP LIMITED	Class A					
OMEGA HYDROCARBONS LTD	Common	Thomas J Hall	DS Nov/82	16667		972040
		Alberta Gas Products	I			769980
		New North Oil & Gas Ltd	I			61400
		Omega Hydrocarbons Ltd	Nov/82 R		118400	---
OPAWICA EXPLORATIONS INC	Common	Hugh G Harper	DS Nov/82		7000	212001
ORRWELL ENERGY CORPORATION LTD	Common	Clifford M Hames*	DS Dec/82	15000		---
OSISKO LAKE MINES LIMITED	Common	Harry Koza	DS Nov/82	5000		75000
PAMOUR PORCUPINE MINES LIMITED	Common	Roland Michener	D Nov/82		100	5100

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PLACE GAS & OIL COMPANY LIMITED	Common	Clifford R J Smith	DS Nov/82	10400		185803
PRADO EXPLORATIONS LIMITED	Common	Stephen Kay	DSB	500000		614800
Q M G HOLDINGS INC	Common	Irving S Lindzon 370815 Ontario Limited	DS Nov/82	1	50000	350000
QUAKER OATS COMPANY, THE	Common	Robert N Thurston	S Nov/82	X	1669	10192
QUEBEC-TELEPHONE	Common	Raymond Sirois	DS Nov/82	250		7839
		Simon Soucy	S Nov/82	250		2792
		Robert Duchesne	S Nov/82	250		252
		Charles Mercier	DS Nov/82	250		3629
		Ghislain Bouchard	S Nov/82	250		676
		Gilles Laroche	S Nov/82	T 200		583
REALCAP HOLDINGS LIMITED	Class A	David S Ades	DS --			12735
		D Ades Mgmt Co	Nov/82	1 4852		47652
		RRSP	--	1		10535
		DPSP	--	1		3500
ROYAL BANK OF CANADA, THE	2nd Pfd Series A	John A Tory H E Bacon Estate	D I R	1 2000		5000
ROYAL TRUSTCO LIMITED	Class B	Alan Purdy	S 1982	T 691		9013

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROYCAM COPPER MINES LIMITED	Common	Harvey L Adelman	D Nov/82		13000	9667
SEABOARD LIFE INSURANCE COMPANY	Common	Peter A Allard	D Nov/82	200		508
SEEL MORTGAGE INVESTMENT CORPORATION	Common	Eric Exton	DSB Nov/82		3000	5375
		Seel Enterprises Limited	--	1		71642
		Pension Plan	--	1		3000
		Exton Charitable Foundation	--	1		6800
SHELL CANADA LIMITED	Class A	Dieter W Menzel	D Nov/82 Nov/82	2000	1000	1000
		William M Catterson	S Nov/82 Nov/82	500	500	---
SHELL OIL COMPANY	Common	James B Henderson	DS Nov/82 Nov/82	18465	50	18605
SIMPSON'S-SEARS LIMITED	Class A	Maurice F Anderson	S Nov/82		262	5823
SOLO RESOURCES & ENERGY INC	Common	Frank Cadesky	B Nov/82	1	16600	210900
		Cadre Corporation				
SUPERIOR OIL COMPANY, THE	Common	Robert I Schramm	S Nov/82	47		147
TENNECO INC	Common	Robert H Miller	S --			468
		Thrift Plan	Oct/82	1	42	3763
TIBER ENERGY CORPORATION	Warrants	Robert C Jeal				
		Robvin Enterprises Ltd	D I R	1		3000
		Brian A Skinner	DS Nov/82	4000		7455

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TIPPERARY RESOURCES LIMITED	Common	Helene Ronhomme	B I R			100000
	Pfd	Whitman Management Services Limited	Nov/82		48000	382284
TORONTO SUN PUBLISHING CORPORATION, THE	Common	James F McCallum	D May/82		214437	318081
TORSTAR CORPORATION	Class B	David A Galloway	SI Nov/82		8000	---
TRANSALTA UTILITIES CORPORATION	Class A	Eustace W Smith	S Nov/82		875	178
	Preferred		Nov/82		175	---
	Class A	Francis A R McKinnon RRSP	S 1982 1982	79 76		1432 1128
		William L Fraser	1982	36		272
	Rights	William L Fraser	1982		473	---
	Class A	James A Clow	S Oct/82	14		682
		Kenneth F McCreedy RRSP	S Oct/82 Oct/82	6 11		698 603
TRIMAC LIMITED	Common	Estate of Roger W McCaig	Nov/82 Dec/82		13000 12000	2531675
	Class A	West-Can Resource Finance Corporation Ltd	B Nov/82	5900		644099
TWIN RICHFIELD OILS LTD	Class B	West-Can Resource Finance Corporation Ltd	Nov/82			703499

ISSUER	SECURITY	INSIDER	DATE OF TRANSACTION	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ULSTER PETROLEUMS LTD	Common	Donne C Traxel	DS Nov/82	250000		369800
UNION GAS LIMITED	Common	Douglas G Shields Employee Share Ownership Plan	S Nov/82	6		6228
UNITED FINANCIAL MANAGEMENT LIMITED	Common	Exco Corporation Limited	B Nov/82	250		1181215
UNITED KENO HILL MINES LTD	Common	William E Curry	DI Nov/82	100		100
VERSATILE CORPORATION	Common "A"	Ronald L Cliff Amended	D --			46182
	Common "B"		--			106327
	Series A Sinking Fund Debentures		--			\$22000
VERSATILE CORPORATION	Common	John W Long	S I R			6476
VICTORIA AND GREY TRUST COMPANY	Common "A"	George G Thomson Amended	D Sep/82	59		635
WADGE MINES LIMITED	Common	Harry I Miller	D I R			5000
WESTGROWTH PETROLEUMS LTD	Common	The Resources Service Group Ltd	B Nov/82	128000		3662132
WOODWARD STORES LIMITED	Common	Stanley A Milner	D Nov/82	1000		1002
YORK RESOURCES N L	Common	Donald C Deacon	DI Jun/82 E	87400		122400

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 19, 1982		An Evening at the Improv - units	\$ 10,000.00	6 units
Sep. 30, 1982	Purchasers of 1 unit: Dr. M. Krajny, M.W. Wright, J. Monaghan	S.T. Cooke, G.W. Mains, R.S. Moran, European & Pacific Investment Trust - units	99.08	12,021 units
Nov. 30, 1982	Genstar Corporation	Canada Permanent Mortgage Corporation common shares	35.00	714,286 shrs
Nov. 12, 1982	Canada Mortgage and Housing Corporation Pension Fund	Ocelot 82-1 Development Program - units	25,000.00	12 units
Nov. 26, 1982	Zinor Holdings Ltd.	Kerr Addison Mines Ltd.-common shares	18.00	1,712,042 shrs
"	Brenda Mines Limited	"	18.00	2,890,390 "
"	Brunswick Mining & Smelting Corporation	"	18.00	2,890,390 "
Dec. 2, 1982	Norman H. Schipper	Orthotronics Limited Partnership - units	1,000.00	20 units
"	O. Jack Mandel	"	1,000.00	20 "
Nov. 30, 1982	The Manufacturers Life Insurance Co.	Northern and Central Gas Corp. Limited - 14% senior debentures due November 29, 2002	15,000,000.00	\$15,000,000.00
"	The Prudential Assurance Co. Ltd.	"	7,000,000.00	7,000,000.00
"	The Dominion of Canada General Insurance Company	"	1,000,000.00	1,000,000.00

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 30, 1982	National Trust Company Limited	Northern and Central Gas Corp. Limited - 14% senior debentures due November 29, 2002	\$ 2,000,000.00	\$ 2,000,000.00
"	The Monarch Life Assurance Company	"	1,000,000.00	1,000,000.00
"	Province of Saskatchewan	"	4,000,000.00	4,000,000.00
Dec. 1, 1982	The Canada Trust - Company A/c #009-100990-0	Mineral Resources International Limited 12½% series "A" debentures due December 1, 1987	400,000.00	400,000.00
"	A/c #009-100991-2	"	200,000.00	200,000.00
"	Dofasco Supplementary Retirement Income Fund	"	200,000.00	500,000.00
"	Conwest Exploration Company Limited	"	300,000.00	300,000.00
"	The General Accident Assurance Company of Canada	"	100,000.00	100,000.00
Nov. 30, 1982		# The King Court Ltd. Partnership - units	100.00	5,332 units
	<u>Purchasers of 1 unit: Donald J. Desrochers</u>			
	<u>Purchasers of 164 units: Hans L. Leung</u>			
	<u>Purchasers of 166 units: Kenneth Tse, Allen T.K. Leung, Peter N. Breyfogle</u>			
	<u>Purchasers of 167 units: Alan K. Joe, Paul T.S. Wong, Ming-Tat Cheung, Donald J. Desrochers</u>			
	<u>Purchasers of 171 units: Alfred P.C. Wong, Phang L. Yong, Joe G.D. Anderson, Stanley B. Chung</u>			
	<u>Purchasers of 174 units: Stanley S. Yu, Morgan T. Choy, Ronald K. Liu, Reinhold Preik, J. Paul Madden, Gerald C. Huffman, George Y.P. Lau, Fred T. Leslie</u>			

Offering Memorandum

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
<u>Purchasers of 176 units:</u> John Hui, Kenneth Chan, Raymond Wong				
<u>Purchasers of 180 units:</u> Kenneth W. Basnick, Michael M.F. Chan, Michael S.P. Tam, Henry S.H. Tam				
Nov. 24, 1982	Marvin D. Obar	Marlborough Court - \$	156,970.00	1 unit
	Alexander McCallion	"	121,800.00	1 "
	Douglas R. English	"	107,600.00	1 "
	Joseph H. Ritchie	"	154,970.00	1 "
	Ranjit S. Uhluwalia	"	107,600.00	1 "
	Katrina Fiala	"	120,300.00	1 "
	Jindrich Fiala	"	119,300.00	1 "
	John L. Cowperthwaite	"	119,300.00	1 "
	Michael M. Reagan	"	157,970.00	1 "
	William Ascenuik	"	155,470.00	1 "
	Prem L. Kapur	"	111,100.00	1 "
	Anthony Kliswosky	"	102,100.00	1 "
	Joseph Sungaila	"	157,470.00	1 "
	Brian F. Hoffman	"	153,970.00	1 "
	R.M. Raham	"	122,300.00	1 "
	Wallace Mitchell	"	154,470.00	1 "
	Robert E. Webster	"	112,100.00	1 "
	Bruce A. Plater	"	119,800.00	1 "
	Harry Greig	"	118,300.00	1 "
	K. Gopinatha Rao	"	118,300.00	1 "
	John P. Lang	"	119,800.00	1 "
	S.K. Bhalla	"	119,800.00	1 "
	Howard M. Malone	"	121,800.00	1 "
Nov. 29, 1982	William L. Atkinson	"	108,600.00	1 "

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 29, 1982	Marino A. Bianco	Marlborough Court - units	\$ 111,600.00	1 unit
"	Allan E. Zerafa	"	122,800.00	1 "
"	William R. Mercer	"	121,800.00	1 "
"	Robert R. Cox	"	122,300.00	1 "
"	Robert G. McKay	"	122,800.00	1 "
"	G. Paquette	"	122,300.00	1 "
"	Wayne Wright	"	122,800.00	1 "
"	Paul C. Hartleib	"	119,300.00	1 "
"	Ralph T. Manktelow	"	85,600.00	1 "
"	Ernest H. Spratt	"	88,650.00	1 "
Nov. 24, 1982	Joseph O. Champagne	"	84,650.00	1 "
"	Brian T. Butler	"	88,150.00	1 "
"	William G. White	"	85,150.00	1 "
"	David M. MacDonald	"	85,650.00	1 "
"	Robert E. Louch	"	89,150.00	1 "
"	Douglas L. Wooster	"	87,150.00	1 "
"	Michael Baida	"	89,650.00	1 "
"	Ahti S.M. Lundquist	"	86,650.00	1 "
Nov. 30, 1982	Dr. David R. Allen	Village of Niagara Limited Partnership units	2,477.00	10 units
"	Paul H. Atkinson	"	2,477.00	30 "
"	Daniel J. Casey	"	2,477.00	10 "
Nov. 19, 1982	Bytec Management Corporation	Systemhouse Ltd. - common shares	1.70	2,352,941 shrs
Dec. 1, 1982		Telesat Canada - 13% notes due December 2, 1985 extendible to December 1, 1988	30,000,000.00	\$30,000,000.00

FORM 21 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 12, 1982	Feb. 8, 1978	The Toronto-Dominion Bank	Magna International Inc. 8 3/4% convertible notes due January 15, 1988	\$1,350,000.00	\$1,350,000.00
Nov. 15, 1982	Apr. 16, 1981	Hospital for Sick Children (Sceptre) Agency	Peoples Jewellers Limited - class "A" shares	18.62	7,000 shrs
Nov. 15, 1982	Apr. 16, 1981	CBC Pension Fund	" "	18.62	15,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Edward S. Rogers	Rogers Cablesystems Inc. - class "A" and/or class "B"	500,000 shrs

TAKE-OVER BIDS, ISSUER BIDS

JOFFRE RESOURCES LTD. #

(OFFEROR)

JOFFRE OIL & GAS PARTNERSHIP NO.5

" " & " " NO.6

" " & " " NO.7

ALKEBEC-JOFFRE OIL & GAS PARTNERSHIP 79

" " " & " " NO.2

" " " & " " NO.5

" " " & " " NO.6

" " " & " " NO.7

(the "Partnerships")

(OFFEREE)

HIGH-KING PROPERTIES LIMITED *

(OFFEROR)

THE DOMINION TRUST COMPANY

(OFFEREE)

ROXY PETROLEUM LTD. *

(OFFEREE)

CHESS-CLARION 1980-81 EXPLORATION PROGRAM

(OFFEREE)

ISSUER BID

MAGNASONIC CANADA INC. *

NOTICE OF INTENTION - FORM 35

AGF MANAGEMENT LIMITED

SHEPHERD PRODUCTS

* Cash Offer

Share Exchange

CONTINUOUS DISCLOSURE FILINGS

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

A ANNUAL FINANCIAL STATEMENTS
B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
C INTERIM FINANCIAL STATEMENTS
D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
E OTHER REPORTS
F REPORT OF MATERIAL CHANGE (FORM 27)

AGASSIZ RESOURCES LTD.	B
AGNICO-EAGLE MINES LIMITED	C E F
ALBERTA NATURAL GAS COMPANY LTD.	C
ALGOMA STEEL CORPORATION LIMITED, THE	E
ALLIED CORPORATION	C
ALLONT LIMITED	C
AMERICAN EAGLE PETROLEUMS LIMITED	E
ANGLO ENERGY LIMITED	E
ARROW PETROLEUMS LIMITED	C
ASSOCIATED RECREATION CORP.	E
AZL RESOURCES, INC.	E
B P CANADA INC.	C E
B.C. SUGAR REFINERY LIMITED	E
BACHELOR LAKE GOLD MINES INC.	C
BAND-ORE GOLD MINES LIMITED	C
BANK OF MONTREAL	E
BANK OF NOVA SCOTIA	E
BEARCAT EXPLORATIONS LTD.	C
BEAUTY COUNSELORS OF CANADA LTD.	E
BOMAC BATTEN LIMITED	C
BONANZA OIL & GAS LTD.	E
BOOTS DRUG STORES (CANADA) LTD.	C
BOW VALLEY INDUSTRIES LTD.	E
BRASCAN LIMITED	E
BRINCO 81 ENERGY PROGRAM	C
BRINCO LIMITED	E
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	E F
BRITISH COLUMBIA PACKERS LIMITED	C
BROOKE BOND INC.	C
C C L INDUSTRIES INC.	E
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	E
CALVERT-DALE ESTATES LIMITED	C
CAMFLO MINES LTD.	C
CAMPBELL RED LAKE MINES LIMITED	E
CANADA PERMANENT MORTGAGE CORPORATION	C
CANADA TUNGSTEN MINING CORPORATION LIMITED	C
CANADIAN FOREMOST LTD.	C
CANADIAN GENERAL ELECTRIC COMPANY LIMITED	C
CANADIAN NATIONAL RAILWAY COMPANY	C

CANADIAN NEWNORTH RESOURCES LIMITED	C
CANADIAN PACIFIC ENTERPRISES LIMITED	E
CANADIAN PACIFIC LIMITED	C
CANADIAN TIRE CORPORATION LIMITED	E
CANADIAN WESTERN NATURAL GAS COMPANY LIMITED	C
CANNON MINES LIMITED	E
CANRON INC.	C
CANUSA ENERGY LTD.	E
CARLSON MINES LTD.	C
CASTLEBAR SILVER & COBALT MINES LIMITED	C
CERES RESOURCES LIMITED	C E
CHANCE MINING AND EXPLORATION COMPANY LIMITED	C
CHAUVCO RESOURCES LTD.	C
CHEROKEE RESOURCES LIMITED	C E
CHESBAR RESOURCES INC.	C
CHESS-CLARION 1980-81 EXPLORATION PROGRAM	E
CHIEFTAIN DEVELOPMENT CO. LTD.	E
CHROMASCO LIMITED	C
CINCINNATI RESOURCES INC.	C
CINEPLEX CORPORATION	C E
CLAREVIEW GARDENS APARTMENT PROJECT	C
COMAC COMMUNICATIONS LIMITED	C
COMBINED INTERNATIONAL CORPORATION	C
COMBINED LARDER MINES, LIMITED, THE	C
CONDUITS-AMHERST LIMITED	C
CONSOLIDATED CANADIAN FARADAY LIMITED	C
CONSOLIDATED COMPUTER INC.	E
CONSOLIDATED MONTCLERG MINES LIMITED	E
CONSOLIDATED PIPE LINES COMPANY	C
CONSOLTEX CANADA INC.	C
CONWEST EXPLORATION COMPANY LIMITED	C E
COPCONDA-YORK RESOURCES INC.	A
COPP CLARK LIMITED	C
COSEKA 81-82 OIL AND GAS PARTNERSHIP	C
COSTAIN LIMITED	C E F
COTTON VALLEY RESOURCES INC.	E
CRAIBBE-FLETCHER GOLD MINES LIMITED	C
CRESTBROOK FOREST INDUSTRIES LTD.	E
CROWN TRUST COMPANY	C
CZAR RESOURCES LTD.	E
DART & KRAFT, INC.	C
DAYTON-PORCUPINE MINES LIMITED	C E
DEJOUR MINES LIMITED	C
DISCOVERY MINES LIMITED	C
DOME MINES LIMITED	E
DORSET RESOURCES LTD.	E
DOW CHEMICAL COMPANY, THE	E
DUBUISSON EXPLORATIONS LIMITED	C
EAST SULLIVAN MINES LTD.	A B
EMPRESA FLUORSPAR MINES LIMITED	C
ENERGY LAND ACQUISITION PROGRAM NO.1	E
EQUICAN VENTURES INC.	C
EQUITRUST MORTGAGE & SAVINGS COMPANY	C
ETHYL CORPORATION	E
EVERGREEN ENERGY RESOURCES LTD.	C
EXPLORATION AIGUEBELLE INC.	E
EXQUISITE FORM BRASSIERE (CANADA) LIMITED	C

EXTENDICARE LTD.	C
FCA INTERNATIONAL LTD.	C
FEDERAL INDUSTRIES LIMITED	E
FIDELITY TRUST COMPANY, THE	C
FOODEX INC.	C
GANDALF TECHNOLOGIES INC.	E
GENERAL GAS & OIL COMPANY LIMITED	E
GENERAL MOTORS ACCEPTANCE CORPORATION OF CANADA, LIMITED	C
GEOCRUDE ENERGY INC.	C
GEOVEX PETROLEUM CORP.	C
GODERICH ELEVATORS LIMITED	C
GOLDALE INVESTMENTS LIMITED	C
GOLDFUND LTD.	C
GOLDTRUST	E
GOWGANDA RESOURCES INC.	C
GRANDAD RESOURCES LIMITED	C
GRANDMA LEE'S INC.	E
GREAT LAKES SILVER HOLDINGS LIMITED	A C
GREAT WEST STEEL INDUSTRIES LTD.	C
GREENWICH LAKE EXPLORATIONS LTD.	F
GREY GOOSE CORPORATION LIMITED	E
GROSMOUNT RESOURCES LTD.	C
HARDING CARPETS LIMITED	E
HATLEIGH CORPORATION	E
HAWKER SIDDELEY CANADA INC.	C
HEADWAY PROPERTY INVESTMENT 77-I	C
HEADWAY PROPERTY INVESTMENT 77-II	C
HEADWAY PROPERTY INVESTMENT 77-IV	C
HEADWAY PROPERTY INVESTMENT 78-I	C
HEADWAY PROPERTY INVESTMENT 78-II	C
HEADWAY PROPERTY INVESTMENT 78-III	C
HIRAM WALKER RESOURCES LTD.	E
HUDSON BAY MINING AND SMELTING CO. LIMITED	E
HUDSON'S BAY COMPANY	E
HUDSON'S BAY COMPANY ACCEPTANCE LIMITED	C
HUDSON'S BAY OIL AND GAS COMPANY LIMITED	C
HUSKY OIL LTD.	C
HOLLINGER ARGUS LIMITED	C
ICG UTILITIES LTD.	C
IMASCO LIMITED	E
INLAND NATURAL GAS CO. LTD.	E
INTER-CITY GAS CORPORATION	E
INVERNESS PETROLEUM LTD.	C E
IRON BAY TRUST, THE	E
J-Q RESOURCES INC.	C
JAMESTOWN RESOURCES INC.	C E
JEDBURGH RESOURCES LIMITED	C
JOHN LABATT LIMITED	E
JOREX LIMITED	C E
JOUTEL RESOURCES LTD.	C
KEEPRITE INC.	C
KEEZIC RESOURCES LIMITED	C
KELLY DOUGLAS & COMPANY LIMITED	C
KERR ADDISON MINES LIMITED	E
LA LUZ MINES LIMITED	E
LA VERENDRYE MANAGEMENT CORPORATION	C
LAIDLAW TRANSPORTATION LIMITED	E

LAKE ONTARIO CEMENT LIMITED	E
LAKE SHORE MINES LIMITED	E
LAMBDA MERCANTILE CORPORATION	E
LAVA CAP RESOURCES LTD.	C
LENORA EXPLORATIONS LTD.	E
LES MINES EST-MALARTIC LTEE	C
LES TERRAINS AURIFERES MALARTIC (QUEBEC) LIMITEE	C E
LITTLE LONG LAC GOLD MINES LIMITED	C E
LOBLAWS LIMITED	E
LONG LAC MINERALS LTD.	C
LORD SIMCOE HOTEL LTD.	C
LUMONICS INC.	E
LYNCO RESOURCES INC.	E
LYTTON MINERALS LIMITED	C
M W RESOURCES LIMITED	C
MACKENZIE EQUITY FUND	A
MAGNA INTERNATIONAL INC.	E
MAGNASONIC CANADA LTD.	C
MANITOU-BARVUE MINES LIMITED	C
MANNVILLE OIL & GAS LTD.	E
MASCAN CORPORATION	C
MASSEY-FERGUSON LIMITED	E
MAYOTTE PROPERTY INVESTMENTS	C
McGRAW-HILL RYERSON LIMITED	E
MERCANTILE BANK OF CANADA, THE	B
MERCIER EXPLORATIONS LIMITED	E
MERIDIAN TECHNOLOGIES INC.	C E F
MERLAND EXPLORATIONS LIMITED	E
METINA DEVELOPMENTS INC.	E
MICC INVESTMENTS LIMITED	E
MINERAL RESOURCES INTERNATIONAL LIMITED	C E
MINING GEOPHYSICS COMPANY LIMITED	C E
MITEL CORPORATION	E
MOLCO INDUSTRIES LIMITED	C
MOLSON COMPANIES LIMITED, THE	E
MONENCO LIMITED	C
MORRISON PETROLEUMS LIMITED	E
MUSCOCHO EXPLORATIONS LIMITED	C
N.M. DAVIS CORPORATION LIMITED	C
NABU MANUFACTURING CORPORATION	A B
NAHANNI MINES LIMITED	C
NATIONAL HEES ENTERPRISES LIMITED	C
NATIONAL TRUST COMPANY, LIMITED	A E
NBU MINES LTD.	C E
NEARTIC RESOURCES INC.	C
NEOMAR RESOURCES LIMITED	C E
NEVASCO CORPORATION	C
NEW MOUNT COSTIGAN MINES LIMITED	E
NEW PROVIDENCE DEVELOPMENT COMPANY LIMITED, THE	C
NORBASKA MINES LIMITED	C
NOREX RESOURCES LTD.	C
NORTH CANADIAN OILS LIMITED	C
NORTHERN AND CENTRAL GAS CORPORATION LIMITED	E
NORTHERN TELECOM LIMITED	C
NORTHGATE EXPLORATION LIMITED	C E
NORTHLAND BANK	E
NU-WEST GROUP LIMITED	C E

NUFORT RESOURCES INC.	C
O.G.R. SERVICE CORPORATION	C
OAKWOOD PETROLEUMS LTD.	E
OCEANIC ELECTRONICS CORPORATION INC.	C E
OMEGA HYDROCARBONS LTD.	C E
ONAPING RESOURCES LIMITED	C E
ONYX PETROLEUM EXPLORATION COMPANY LTD.	C E
OPIMIAN CALIFORNIA VINEYARDS CORPORATION, THE	C
ORBIT OIL & GAS LTD.	C E
ORRWELL ENERGY CORPORATION LTD.	C E F
OSHAWA GROUP LIMITED, THE	C E
OTTER DORCHESTER INSURANCE COMPANY LIMITED	C E
PACIFIC COPPER MINES LTD.	E
PACIFIC NORTHERN GAS LTD.	C
PAGURIAN CORPORATION LIMITED, THE	C E
PAN-CANA 80	C E
PANGO GOLD MINES LIMITED	C E
PARLAKE RESOURCES LIMITED	E
PEGASUS GOLD LTD.	C E
PELANGIO-LARDER MINES LIMITED	C E
PEMBINA RESOURCES LIMITED	E
PENN WEST PETROLEUM LTD.	C E
PEOPLES JEWELLERS LIMITED	A E
PETRO-SUN INTERNATIONAL INC.	C E
PETROFLO PETROLEUM CORPORATION	A C
PETROINC RESOURCES LTD.	C E
PETROLEUM ROYALTIES LTD.	C E
PETROMONT EXPLORATION PROGRAM NO.4	E
PETROTECH, INC.	E
PHILLIPS PETROLEUM COMPANY	E
PHOENIX CANADA OIL COMPANY LIMITED	C E
PINE POINT MINES LIMITED	E
POLYSAR LIMITED	C E
POP SHOPPES INTERNATIONAL INC.	E
PORTFIELD INDUSTRIES INC.	E
POWER CORPORATION OF CANADA	C E
PRADO EXPLORATIONS LIMITED	C E
PRECAMBRIAN SHIELD RESOURCES LIMITED	C E
PREMIER TRUST COMPANY, THE	C
PROFLEX LIMITED	C
PRUDENTIAL PLACE APARTMENT PROJECT	C E
Q.M.G. HOLDINGS INC.	C E
QUARTET ENERGY RESOURCES LTD.	C E
QUEBEC STURGEON RIVER MINES LIMITED	C E
RAMBLER OIL COMPANY	C E
RANCHMEN'S EXPLORATION & DEVELOPMENT PARTNERSHIP (1976)	C E
RANCHMEN'S EXPLORATION & DEVELOPMENT PARTNERSHIP (1977)	C E
RANCHMEN'S RESOURCES (1976) LTD.	C
RANGER OIL LIMITED	C E
RAYLLOYD MINES & EXPLORATIONS LIMITED	C E F
RAYROCK RESOURCES LIMITED	C E
REAL PROPERTY TRUST OF CANADA, THE	C E
REALCAP HOLDINGS LIMITED	C E
REALM RESOURCES INC.	C E
REDSTONE RESOURCES INC.	C E
REED STENHOUSE COMPANIES LIMITED	E
RESOURCE SERVICE GROUP LTD.	C
REVELSTOKE COMPANIES LTD.	C

REVENUE PROPERTIES COMPANY LIMITED	C E
REXWOOD PRODUCTS LIMITED	C E
REYNOLDS ALUMINUM COMPANY OF CANADA LTD.	C
RILEY'S DATASHARE INTERNATIONAL LTD.	A E
RIVERSIDE YARNS LIMITED	E F
ROGERS CABLESYSTEMS INC.	E
ROMFIELD BUILDING CORPORATION LIMITED	C
ROXMARK MINES LIMITED	C
ROXY PETROLEUM LTD.	C E
ROYAL BANK OF CANADA, THE	E
ROYAL TRUST "A" FUND	E
ROYAL TRUST "B" FUND	E
ROYAL TRUST "C" FUND	E
ROYAL TRUST "E" FUND	E
ROYAL TRUST "M" FUND	E
RUPERTSLAND RESOURCES CO. LTD.	B. E
RUSSELL INDUSTRIES LIMITED	C
S.I.S. EXPLORATIONS CORPORATION	B C E
SANTA MARIA RESOURCES LIMITED	C E
SCEPTRE RESOURCES LIMITED	C E
SCOTT'S HOSPITALITY INC.	E
SCOTTISH & YORK HOLDINGS LIMITED	E
SCURRY-RAINBOW OILS LIMITED	E
SEAGRAM COMPANY LTD., THE	E
SEAWAY MULTI-CORP. LIMITED	C
SECO-CEMP LIMITED	A B E
SHADOWFAX RESOURCES LTD.	E
SHELL CANADA LIMITED	E
SHELTER OIL & GAS LTD.	C E
SHEPHERD PRODUCTS LIMITED	C E
SHIPPING CORPORATION OF NEW ZEALAND (CANADA) LIMITED, THE	A B E
SIDEWINNER EXPLORATIONS INC.	A
SIGMA MINES (QUEBEC) LIMITED	C E
SILKNIT LIMITED	C
SILVER LAKE RESOURCES INC.	E
SILVERSIDE RESOURCES INC.	C E
SIMCOE ERIE INVESTORS LIMITED	C
SLATER STEEL INDUSTRIES LIMITED	E
SOCIETE MINIERE COURVAN LIMITEE	A B
SOLO RESOURCES & ENERGY INC.	C
SONOR PETROLEUM CORPORATION	C E
SPAR AEROSPACE LIMITED	E
SPARTON MINING AND DEVELOPMENT LIMITED	E F
STANDARD TRUSTCO LIMITED	A
STATES EXPLORATION LTD.	C E
STEINBERG INC.	E
STERLING EQUITY FUND	E
STERLING TRUST CORPORATION	C E
SULLIVAN MINING GROUP LTD.	A B E
SUPERIOR ACCEPTANCE CORPORATION LIMITED	C E
SYDNEY DEVELOPMENT CORPORATION	B C
SYSTEMHOUSE LTD.	A B E F
T.G. BRIGHT & CO. LIMITED	C E
TALCORP LIMITED	C E
TANGLEWOOD PETROLEUM CORPORATION	C E
TARA EXPLORATION AND DEVLEOPMENT COMPANY LIMITED	C E

TECTONIC ENERGY CORPORATION	C E
TELE-METROPOLE INC.	A E
TELESCAN ELECTRONICS & COMMUNICATIONS INC.	C E
TEMPLE EXPLORATIONS INC.	B C E
TERRA MINES LTD.	E
THOMAS NATIONWIDE TRANSPORT LIMITED	E
THOMPSON-LUNDMARK GOLD MINES LIMITED	C
THORNCREST EXPLORATIONS LIMITED	E
TIBER ENERGY CORPORATION	C
TINTINA MINES LIMITED	C E
TOMBILL MINES LIMITED	C E
TOROMONT INDUSTRIES LTD.	C E
TORONTO SUN PUBLISHING CORPORATION, THE	E
TORONTO-DOMINION BANK	A E
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	E
TRANS-CANADA RESOURCES LTD.	F
TRANSALTA UTILITIES CORPORATION	C E
TRANSCANADA PIPELINES	E
TRILOGY RESOURCE CORPORATION	E
TRIMAC LIMITED	C E
TRIZEC CORPORATION LTD.	E
TTY PARAMOUNT PARTNERSHIP NO.4	C E
TTY PARAMOUNT PARTNERSHIP NO.5	C E
TTY PARAMOUNT PARTNERSHIP NO.6	C E
TURBO RESOURCES LIMITED	C E
TWIN RICHFIELD OILS LTD.	C E
ULSTER PETROLEUMS LTD.	C
UNICAN SECURITY SYSTEMS LTD.	C
UNICORP CANADA CORPORATION	C E
UNITED CANADIAN SHARES LIMITED	E
UNITED SISCOE MINES INC.	C E
UNITED TIRE & RUBBER CO. LIMITED	C E
VAN der HOUT ASSOCIATES LIMITED	E
VERSATILE CORPORATION	C E
VOYAGER EXPLORATIONS LIMITED	E
VS SERVICES LTD.	E
WARDAIR INTERNATIONAL LTD.	E
WARREN EXPLORATIONS LIMITED	C E
WASABI RESOURCES LTD.	F
WESTFIELD MINERALS LIMITED	C E
WESTFORT PETROLEUMS LTD.	E
WESTGROWTH PETROLEUMS LTD.	E
WESTMILLS CARPETS LIMITED	E
WESTMIN RESOURCES LIMITED	C E
WADDY LAKE RESOURCES INC.	C E
WHITEBURN PRECIOUS METALS LIMITED	E
WILANOUR RESOURCES LIMITED	C E
WILLROY MINES LIMITED	C E
WORLDWIDE ENERGY CORPORATION	C
WRIGHT-HARGREAVES MINES LIMITED	C E
YELLOWKNIFE BEAR RESOURCES INC.	D E
YORK RUSSEL INC.	E
ZENMAC EXPLORATIONS LIMITED	E
ZEPHYR RESOURCES LTD.	A B E
AMIC MORTGAGE INVESTMENT CORPORATION	B
ARGYLL RESOURCES LTD.	C
BENEFICIAL FINANCE CO. OF CANADA	C

CANCAL RESOURCES LTD.
 CANREIT INVESTORS LIMITED
 CAULFIELD RESOURCES LTD.
 COMMERCE-UD INC.
 DYNAMO MINING EXPLORATION LTD.
 ESPLANADE CENTRE
 GATX EQUIPMENT LEASING LTD.
 GATX LEASING NATIONAL LTD.
 McNELLEN RESOURCES INC.
 MORGAN HYDROCARBONS INC.
 NORTH WEST TRUST COMPANY
 ORION CAPITAL CORPORATION
 OSLER BLUFF SKI CLUB LIMITED, THE
 PETROMONT EXPLORATION PROGRAM 1980
 PETROMONT EXPLORATION PROGRAM 1980-2
 PETROMONT EXPLORATION PROGRAM 1981-1
 PRENOR GROUP LTD.
 SILVER ACORN
 TAY RIVER PETROLEUM LTD.
 TELESAT CANADA
 TRACAN OIL & GAS LTD.
 TRANS-PACIFIC VENTURES LTD.
 UNITED STATES STEEL CORPORATION
 WEBB-KNAPP (CANADA) LIMITED
 WERR INTERNATIONAL INC.
 WESTCAN MINE FUND LIMITED PARTNERSHIP
 ZENITH ENERGY CORPORATION

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NEW ISSUE AND SECONDARY FINANCING

BOLTON TREMBLAY MONEY FUND

Final receipt issued December 6, 1982 for a prospectus dated November 19, 1982 qualifying for sale in Ontario an unlimited number of units at net asset value plus charge.

Distributor: Bolton Tremblay Funds Inc.

BRENT GARDENS PARTNERSHIP

Final receipt issued December 7, 1982 for a prospectus dated November 29, 1982 offering 333 limited partnership units at a price of \$27,540 per unit, to net the limited partnership \$8,498,826 before expenses.

This issue is offered on a best-efforts basis.

Promoters: Brothers Development Partnership

Agent: Equion Securities Canada Limited

CHATHAM HOUSE APARTMENTS LIMITED PARTNERSHIP

Final receipt issued December 2, 1982 for prospectus dated November 29, 1982 qualifying for sale in Ontario an issue of 1600 limited partnership units at \$1,550.00 per unit. There is a minimum subscription of 10 units.

Promoter: Imperial Financial Services Ltd.

Agent: Imperial Securities Ltd.

ERICKSON TOWER LIMITED PARTNERSHIP

Final receipt issued December 6, 1982 for prospectus dated December 2, 1982 qualifying for sale in Ontario an issue of 3,702,000 limited partnership units at \$1.00 per unit. There is a minimum subscription of 10,000 units.

Promoter: Qualico Developments Ltd.

Agent: Qualico Securities Ltd.

IMASCO LIMITED

Final receipt issued December 1, 1982 for a prospectus dated November 30, 1982 qualifying for sale in Ontario 4,000,000 common shares at \$28.50 per share to provide net proceeds before deducting expenses of issue of \$108,870,000.

Underwriters: Richardson Greenshields of Canada Limited
Wood Gundy Limited

LINCOLN'S HILL 31 LIMITED PARTNERSHIP

Final receipt issued December 7, 1982 for prospectus dated December 1, 1982 qualifying for sale in Ontario an issue of 800 limited partnership units at \$2,200 per unit. There is a minimum subscription of 10 units.

Promoter: Imperial Financial Services Ltd.

Agent: Imperial Securities Ltd.

LINCOLN'S HILL 45 LIMITED PARTNERSHIP

Final receipt issued December 7, 1982 for a prospectus dated December 1, 1982 qualifying for sale in Ontario an issue of 800 limited partnership units at \$2,200 per unit. There is a minimum subscription of 10 units.

Promoter: Imperial Financial Services Ltd.

Agent: Imperial Securities Ltd.

"SNEAKERS"

Final receipt issued December 6, 1982 for a prospectus dated December 2, 1982 qualifying for sale on a best efforts basis 460 units of undivided interest compromising 100% ownership of a completed feature-length motion picture tentatively entitled "Sneakers" at \$10,000 per unit to provide net proceeds of \$4,163,000 before deducting expenses of issue.

Promoters: John F. Bassett

Tournament Productions Limited (John F. Bassett,
Bennet Fode)

Agent: Yorkton Securities Inc.

STANDARD TRUSTCO I

Final receipt issued December 6, 1982 for a prospectus dated December 2, 1982 qualifying for sale in Ontario 606 units in each of three limited partnerships providing aggregate net proceeds before deduction of issue expenses of \$2,700,000.

Promoter: Rollins Construction Limited

Agent: Taxplan Investments Limited

STEINBERG INC.

Final receipt issued December 3, 1982 for a prospectus dated December 2, 1982 offering for sale in Ontario 1,425,000 CDA.\$2.9375 cumulative redeemable retractable second preference shares Series A and 650,000 U.S. \$2.875 cumulative redeemable retractable second preference shares Series B, providing aggregate net proceeds before expenses of issue to the company of \$54,063,296.

Underwriters: Wood Gundy Limited

PRELIMINARY PROSPECTUS WITHDRAWN

ALBANY-CHARTER JOINT VENTURE 82/83 ENERGY PARTNERSHIP

A preliminary prospectus, dated November 17, 1982, has been withdrawn at the request of the issuer.

PRELIMINARY PROSPECTUS CLOSED

TANGLEWOOD PETROLEUM CORPORATION

A preliminary prospectus, dated July 27, 1982, has been closed pursuant to Section 27.(1)2. of the Regulation made under the Securities Act.

PRELIMINARY PROSPECTUS RECEIVED

December 6, 1982

New Colony Energy Corporation

Offering 700,000 common shares (without par value) at a price of \$1.00 per share.

Secondary Offering: 315,000 shares

Underwriter: Gordon-Daly Grenadier Limited

AMENDMENT RECEIVED

December 6, 1982

Principal Vecture Fund Ltd.

Amendment #1 dated November 2, 1982 to prospectus dated April 24, 1982.

OTHER INFORMATION

RELEASE FROM ESCROW

DENOM RESOURCES INC.

The Commission hereby consents to the release from escrow of all the shares held by you, such release to be made for the purpose of cancelling such shares.

DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF PRIVATE PLACEMENTS
FILED FOR MONTH OF NOVEMBER 1982

FORM 20

January 1, 1982 - October 31, 1982	January 1, 1981 - October 31, 1981
2216 Trades \$ 2,237,129,659.00 Equity	3053 Trades \$ 4,736,854,767.00 Equity
310 " 1,303,242,524.00 Debt	374 " 1,309,771,819.00 Debt
November, 1982	November, 1981
237 Trades 327,756,109.00 Equity	426 Trades 246,021,732.00 Equity
13 " 151,650,000.00 Debt	54 " 67,534,701.00 Debt
Total to date	Total to date
2453 Trades 2,564,885,768.00 Equity	3479 Trades 4,982,876,499.00 Equity
323 " 1,454,892,524.00 Debt	428 " 1,377,306,701.00 Debt
\$ 4,019,778 292.00	\$ 6,360,183,200.00

FORM 21

January 1, 1982 - October 31, 1982	January 1, 1981 - October 31, 1982
341 Trades \$ 18,820,189.00 Equity	195 Trades \$ 98,389,385.00 Equity
12 " 16,431,215.00 Debt	16 " 9,961,362.00 Debt
November 1982	November, 1981
31 Trades 2,983,296.00 Equity	7 Trades 266,020.00 Equity
10 " 149,904.00 Debt	" nil Debt
Total to date	Total to date
372 Trades 21,803,485.00 Equity	102 Trades 98,655,405.00 Equity
22 " 16,581,119.00 Debt	16 " 9,961,362.00 Debt
\$ 38,384,604.00	\$ 108,617,167.00

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